

24th September, 2016

National Stock Exchange of India Ltd.

Listing Department.

Exchange Plaza, C-1, Block-G,

Bandra Kurla Complex,

Bandra (East) Mumbai-400 051.

Fax No. 26598235/8237/8347.

**Symbol: DELTACORP** 

BSE Ltd..

Corporate Relation Department,

Listing Department,

Phiroze Jeejeebhoy Towers,

Dalal Street, Mumbai - 400 023.

Facsimile No. 22723121/22722037/2041

Scrip Code 532848

Dear Sirs/Madam,

Sub:- Consolidated Results of Remote e-voting and voting by poll at Annual General Meeting of members of the Company held on 23<sup>rd</sup> September, 2016, pursuant to Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (Listing Regulations)

Pursuant to Regulation 44 of the Listing Regulations, please find below consolidated results of remote e-voting and voting by poll at Annual General Meeting of members of the Company held on 23<sup>rd</sup> September, 2016:

Sr. No.	Particulars	
1	Date of the AGM	23 <sup>rd</sup> September, 2016
2	Total number of shareholders on record date	56,724 as on Cut-Off date i.e. 15.09.2016
3	No. of shareholders present in the meeting either in person or through proxy	125
	Promoters and Promoter Group	8
	Public	117
4	No. of Shareholders attended the meeting	No video conferencing
	through Video Conferencing	facility was made available
5	Details of Agenda	Annexure-1



Regd. Office: 10, Kumar Place, 2408, General Thimayya Road, Pune - 411001.

Bayside Mall, 2nd Floor, Tardeo Road, Haji Ali, Mumbai - 400 034.

Phone : +91 22 4079 4700
Fax : +91 22 4079 4777
Email : secretarial@deltin.com



#### Annexure-1

Resolution No. 1:- To receive, consider and adopt the Audited Standalone and Consolidated Statement of Profit and Loss for the year ended 31st March, 2016 and the Balance Sheet as at that date together with the Reports of the Board of Directors and the Auditors thereon.

Resolution Special)	ı required: (Ordi	nary/	Ordinary					
	romoter/ promot in the agenda/re		No					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outsta nding 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 agains t on votes polled (7)= [(5)/(2) ]*100
Promoter	E-Voting		93640021	99.34	93640021	_	100.00	-
and	*Poll	94257471	507787	0.54	507787	_	100.00	
Promoter Group	Postal Ballot (if applicable)	94237471	_	_	-	_	_	_
	Total	94257471	94147808	99.88	94147808	-	100.00	-
Public-	E-Voting		7285007	25.04	7285007	-	100.00	-
Institutio	*Poll	29094270	_	-	-		_	2
ns	Postal Ballot (if applicable)		-	-	-	32	2	-
	Total	29094270	7285007	25.04	7285007		100.00	7.
Public-	E-Voting		115143	0.11	115098	45	100.00	-
Non	*Poll	107792363	3379662	03.14	3379662	0-0	100.00	
Institutio ns	Postal Ballot (if applicable)			-	-	-	•	~
	Total	107792363	3494805	3.25	33894760	45	100.00	-
Total		231144104	104927620	45.39	135327575	45	100.00	



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Resolution No. 2:- Declaration of dividend @ 20% on Equity Share Capital (i.e. ₹ 0.20/- per Equity Share of ₹ 1/- each) for the Financial Year ended 31st March, 2016.

Special)	ı required: (Ordi		Ordinary					
	romoter/ promot in the agenda/re		No					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled	% of Votes Polled on outsta nding 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 agains t on votes polled (7)= [(5)/(2) ]*100
Promoter	E-Voting		93640021	99.34	93640021	-	100.00	-
and	*Poll	94257471	507787	0.54	507787	-	100.00	_
Promoter Group	Postal Ballot (if applicable)	74237471	_	_	-	_	_	-
	Total	94257471	94147808	99.88	94147808	-	100.00	2
Public-	E-Voting		7285007	25.04	7285007	_	100.00	-
Institutio	*Poll	29094270	_	-	-	-		-
ns	Postal Ballot (if applicable)		-		-	-	•	-
	Total	29094270	7285007	25.04	7285007		100.00	
Public-	E-Voting		115143	0.11	115098	45	100.00	-
Non	*Poll	107792363	3379662	03.14	3379662	-	100.00	-
Institutio ns	Postal Ballot (if applicable)		-	-	•		-	•
	Total	107792363	3494805	3.25	33894760	45	100.00	-
Total		231144104	104927620	45.39	135327575	45	100.00	-



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Mumbai - 400 034. URL: www.deltacorp.in | CIN : L65493PN1990PLC058817

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Resolution No. 3:- Re-appointment of Mr. Rakesh Jhunjhunwala (DIN:00777064) as a Director, retiring by rotation.

Special)	required: (Ordi		Ordinary					
	romoter/ promot in the agenda/re		No					
Category	Mode of Voting	No. of shares held (1)	No. of votes polled	% of Votes Polled on outsta nding 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 agains t on votes polled (7)= [(5)/(2) ]*100
Promoter	E-Voting		93640021	99.34	93640021	_	100.00	-
and	*Poll	94257471	507787	0.54	507787	-	100.00	449
Promoter Group	Postal Ballot (if applicable)	94237471	_	_	_	_	_	_
	Total	94257471	94147808	99.88	94147808	-	100.00	-
Public-	E-Voting		7285007	25.04	3899205	3385802	54.00	46.00
Institutio	*Poll	29094270	-	-	-	-	-	-
ns	Postal Ballot (if applicable)		-	-	=	-	(9-4)	-
	Total	29094270	7285007	25.04	3899205	3385802	54.00	46.00
Public-	E-Voting		115143	0.11	115098	45	100.00	-
Non	*Poll	107792363	3379662	03.14	3379662	-	100.00	-
Institutio ns	Postal Ballot (if applicable)		-		-	-	-	-
	Total	107792363	3494805	3.25	33894760	45	100.00	**
Total		231144104	104927620	45.39	131941773	3385847	97.50	2.50



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Resolution No. 4:- Appointment of M/s. Walker Chandiok & Co. LLP, Chartered Accountants as Statutory Auditors of the Company to fill casual vacancy.

Special)	required: (Ordi		Ordinary						
	romoter/ promot in the agenda/re		No						
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outsta nding shares (3)= [(2)/(1) ]* 100	No. of Votes - in favour	No. of Votes – against	% of Votes in favour on votes polled (6)= [(4)/(2)]	% of Votes agains t on votes polled (7)= [(5)/(2)]*100	
Promoter	E-Voting		93640021	99.34	93640021	. <b>-</b> .	100.00	-	
and	*Poll	04357471	507787	0.54	507787	2.43	100.00		
Promoter Group	Postal Ballot (if applicable)	94257471	_		_	14	_	¥25	
	Total	94257471	94147808	99.88	94147808		100.00	_	
Public-	E-Voting		7285007	25.04	7285007	(i <del>-</del> )	100.00	-	
Institutio	*Poll	29094270	-	-	-	-	-	25.00	
ns	Postal Ballot (if applicable)		-	°-	=	-	-	-	
	Total	29094270	7285007	25.04	7285007	3.44	100.00	-	
Public-	E-Voting		115143	0.11	115098	45	0.00	-	
Non	*Poll	107792363	3379662	03.14	3379662	7-	100.00	()⊕)	
Institutio ns	Postal Ballot (if applicable)	-	-	-	-	-		-	
	Total	107792363	3494805	3.25	33894760	45	100.00	-	
Total		231144104	104927620	45.39	135327575	45	100.00	_	



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Resolution No. 5:- Appointment of M/s. Walker Chandiok & Co. LLP, Chartered Accountants as Statutory Auditors of the Company for period of five (5) years.

Special)	required: (Ordi		Ordinary No					
	Whether promoter/ promoter group are interested in the agenda/resolution?							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled	% of Votes Polled on outsta nding 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 agains t on votes polled (7)= [(5)/(2) ]*100
Promoter	E-Voting		93640021	99.34	93640021	-	100.00	-
and	*Poll	94257471	507787	0.54	507787	-	100.00	-
Promoter Group	Postal Ballot (if applicable)	7440/4/1	_	_	~	-	_	-
	Total	94257471	94147808	99.88	94147808	-	100.00	+
Public-	E-Voting		7285007	25.04	7285007		100.00	-
Institutio	*Poll	29094270	-	-	-	_	-	
ns	Postal Ballot (if applicable)			(4)	-	221	444	-
	Total	29094270	7285007	25.04	7285007	-	100.00	-
Public-	E-Voting		115143	0.11	115098	45	100.00	
Non	*Poll	107792363	3379662	03.14	3379662	2.	100.00	-
Institutio ns	Postal Ballot (if applicable)		-	_	-	in-	-	·-
	Total	107792363	3494805	3.25	33894760	45	100.00	- 1
Total		231144104	104927620	45.39	135327575	45	100.00	-



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Resolution No. 6:- Approval of Related Party Transaction(s)

Special)	ı required: (Ordi	<b>3.</b>	Special					
	romoter/ promotin the agenda/re		Yes					
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outsta nding 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 agains t on votes polled (7)= [(5)/(2) ]*100
Promoter	E-Voting		<b>(#</b>	-	-	1	-	
and	*Poll	94257471	_		* <u>-</u> 7	2.7	2	721
Promoter Group	Postal Ballot (if applicable)	94257471	_	-	2.4	% <b>-</b> ;:	-	0.=0
	Total	94257471	-	-	-	1-3	_	
Public-	E-Voting		7285007	25.04	7285007	: <b>-</b> :	100.00	-
Institutio	*Poll	29094270	-	-	-	2219	-	
ns	Postal Ballot (if applicable)		-	-	-	**	-	-
	Total	29094270	7285007	25.04	7285007	()	100.00	o. <b>=</b> %
Public-	E-Voting		115142	0.11	115097	45	100.00	-
Non	*Poll	107792363	3379662	03.14	10401662		100.00	
Institutio ns	Postal Ballot (if applicable)		-	-	-	-	-	Q.
	Total	107792363	3494804	3.25	10516759	45	100.00	0.55
Total		231144104	10779811	4.66	17801766	45	100.00	- 2



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\* Poll indicates vote by Ballot Paper at the Venue of AGM.

Please find attached consolidated report of Scrutinizer on remote e-voting and poll.

You are requested to take the same on your record and oblige.

Thanking You.

Yours faithfully

For Delta Corp Limited

Dilip Vaidya

Company Secretary & GM - Secretarial

FCS NO.7750

Regd. Office: 10, Kumar Place, 2408, General Thimayya Road, Pune - 411001.

# A K JAIN & CO. COMPANY SECRETARIES

40/A, 3rd Floor, Shankar Seth Building, 380-382, J. S. S. Road, Chira Bazar, Mumbai - 400002

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Consolidated Scrutinizer's Report on Remote e-voting and voting through physical ballot conducted at the Twenty Fifth Annual General Meeting of Delta Corp Limited held on September 23, 2016

To
The Chairman
Delta Corp Limited
10, Kumar Place, 2408
General Thimayya Road
Pune - 411 001

Twenty Fifth Annual General Meeting of the Members of Delta Corp Limited held on Friday, September 23, 2016 at 3.00 p.m. at Vivanta By Taj - Blue Diamond, 11, Koregaon Road, Pune - 411001, Maharashtra

Dear Sir,

The Board of Directors of **Delta Corp Limited** (the Company) at its meeting held on August 01, 2016 had appointed me as the "Scrutinizer" to scrutinize remote e-voting process as well as the physical ballots received from the Members of the Company at the venue of the Annual General Meeting (AGM) pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014, as amended by the Companies (Management and Administration) Amendment Rules, 2015, Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Secretarial Standard on General Meetings (SS-2).

The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules made there under and the applicable provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, relating to remote e-voting and physical ballot voting on the resolutions contained in the notice of the Twenty Fifth AGM of the Members of the Company dated August 01, 2016. My responsibility is to scrutinize and ensure that the voting done through remote e-voting and physical ballot is done in a fair and transparent manner and to make a consolidated Scrutinizer's Report of the votes cast "in favour" or "against" on the resolutions as specified in the Notice of AGM dated August 01, 2016 based on the reports generated from the remote e-voting system provided by Central Depository Services (India) Limited (CDSL/Service Provider), the authorized agency to provide e-voting facility and voting conducted at the venue of the AGM. I hereby submit my report as under:

1. The Company had appointed CDSL as the Service Provider, for extending the facility of Remote e-voting to the Members of the Company. Freedom Registry Limited is the Share Transfer Agents (STA) of the Company.

- CDSL has provided a system for recording the votes of the Members electronically on all
  the items of the business (Ordinary and Special) sought to be transacted in the Twenty
  Fifth AGM of the Company which was held on Friday, September 23, 2016.
- 3. In terms of the Clause (vi) of the Sub Rule 4 of the Rule 20 of Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 the Remote e-voting facility was kept open for 4 (Four) days i.e. from Monday, September 19, 2016 at 9:00 a.m. (IST) till Thursday, September 22, 2016 at 5:00 p.m. (IST).
- 4. At the end of the voting period on Thursday, September 22, 2016 at 5.00 p.m., the voting portal of the Service Provider was blocked forthwith.
- 5. At the venue of the Twenty Fifth AGM of the Company held on September 23, 2016, the facility to vote through Ballot Paper had been provided to facilitate those members present in the meeting but could not participate in the Remote E- Voting to register their votes.
- 6. The empty ballot box kept for the purpose of casting of votes was sealed in my presence with due identification mark placed by me. After the voting at the AGM was concluded the sealed ballot box was subsequently opened in my presence and of the two witnesses, as mentioned below and ballot papers were diligently scrutinized. The ballot papers were reconciled with the records maintained by the Share Transfer Agents of the Company and the authorisations/ proxies lodged with the Company. The ballot papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.
- 7. On September 23, 2016, after counting of the votes casted at the venue of the AGM through ballot paper, the votes cast through Remote E- Voting facility was duly unblocked by me as a Scrutinizer in the presence of Ms. Sushama Vesvikar and Mr. Mahesh Kuwalekar who acted as the witnesses, as prescribed in Sub-Rule 4(xii) of the said Rule 20.
- 8. The details of the Consolidated Results of the Remote e-Voting together with voting conducted at venue of the AGM by way of Ballot Papers are as under:

Details	Remote e- Voting	Voting through Ballot Paper	Total Voting		
Number of Members who cast their votes	74	89	164		
Total number of Shares held by them	10,10,40,171	3,42,87,449	13,53,27,620		
Valid votes	As per details provided under each one of the resolution mentioned hereunder				
Invalid Votes	Various as mentioned under each of the resolution				



Note: Percentage of votes cast "in favour" or "against" the resolutions is calculated based on the valid votes cast through remote e-voting or physical voting.

## Item No. 1 (Ordinary Resolution)

To receive, consider and adopt the Audited Standalone and Consolidated Statement of Profit and Loss for the year ended 31<sup>st</sup> March, 2016 and the Balance Sheet as at that date together with the Reports of the Board of Directors and the Auditors thereon.

Manner of Voting	Votes in favour of the resolution		Votes Resolution	against	Invalid/Abstain Votes	
	Nos.	%	Nos.	%	Nos.	
Remote E- Voting	10,10,40,126	100.00	45	0.00	0	
Physical Voting	3,42,87,449	100.00	0	0.00	0	
Total	13,53,27,575	100.00	45	0.00	0	

#### Item No. 2 (Ordinary Resolution)

To declare dividend on Equity Shares.

Manner of Voting	ng Votes in favour of the resolution		Votes Resolution		
	Nos.	%	Nos.	%	Nos.
Remote E- Voting	10,10,40,126	100.00	45	0.00	0
Physical Voting	3,42,87,449	100.00	0	0.00	0
Total	13,53,27,575	100.00	45	0.00	0

#### Item No. 3 (Ordinary Resolution)

To consider to appoint a director in place of Mr. Rakesh Jhunjhunwala (DIN: 00777064), who retires by rotation and being eligible, offers himself for re-appointment.

Manner of Voting	Votes in favour of the resolution		Votes Resolution	against	Invalid/Abstain Votes	
	Nos.	%	Nos.	%	Nos.	
Remote E- Voting	9,76,54,324	96.65	33,85,847	3.35	0	
Physical Voting	3,42,87,449	100.00	0	0.00	0	
Total	13,19,41,773	97.50	33,85,847	2.50	0	

#### Item No. 4 (Ordinary Resolution)

Appointment of M/s. Walker Chandiok & Co. LLP, Chartered Accountants as Statutory Auditors of the Company to fill casual vacancy and to hold the office from 1<sup>st</sup> August, 2016 until the conclusion of the 25<sup>th</sup> AGM.

Manner of Voting			Votes Resolution	against	Invalid/Abstain Votes
	Nos.	%	Nos.	%	Nos.
Remote E- Voting	10,10,40,126	100.00	45	0.00	0
Physical Voting	3,42,87,449	100.00	0	0.00	0
Total	13,53,27,575	100.00	45	0.00	0

#### Item No. 5 (Ordinary Resolution)

Appointment of M/s. Walker Chandiok & Co. LLP, Chartered Accountants as Statutory Auditors of the Company for a period of five (5) years, from the conclusion of the 25<sup>th</sup> AGM till the conclusion of the 30<sup>th</sup> AGM to be held in the year 2021 subject to ratification at every AGM.

Manner of Voting	Votes in favour of the resolution		Votes Resolution	against	Invalid/Abstain Votes
	Nos.	%	Nos.	%	Nos.
Remote E- Voting	10,10,40,126	100	45	0.00	0
Physical Voting	3,42,87,449	100.00	0	0.00	0
Total	13,53,27,575	100.00	45	0.00	0

### Item No. 6 (Special Resolution)

Approval of Related Party Transaction with its Subsidiary, Daman Hospitality Private Limited (DHPL).

Manner of Voting	Votes in favour of the resolution		Votes Resolution	against	Invalid/Abstain Votes
	Nos.	%	Nos.	%	Nos.
Remote E- Voting	74,00,104	100.00	45	0.00	9,36,40,022
Physical Voting	1,04,01,662	100.00	0	0.00	2,38,85,787
Total	1,78,01,766	100.00	45	0.00	11,75,25,809



I hereby confirm that, I am maintaining the Registers/records received from the Service Provider electronically in respect of the votes cast through Remote e-voting and voting conducted at the AGM by way of Ballot Papers by the Members of the Company. The Ballot Papers and all other relevant records relating to e-voting and physical voting is under my safe custody and will be handed over to the Company Secretary of the Company for safe keeping, after the Chairman signs the Minutes of the Twenty Fifth AGM.

Thanking you, Yours truly,

Ashish Kumar Jain

**Practicing Company Secretary** 

ACS: 6058 COP: 6124

Date: September 24, 2016

Place: Mumbai

To be counter signed by the Chairman

Date: September 24, 2016

Place: Mumbai

WITNESSES:

Ms. Sushama Vesvikar

Mr. Mahesh Kuwalekar