

**Declaration of the Results of voting conducted by Postal Ballot in terms of the Notice dated 8th March, 2008**

Pursuant to Section 192A of the Companies Act, 1956 read with the Companies (passing of the resolution by postal ballot) Rules, 2001, approval of the Members of the Company was sought by means of Postal Ballot vide Notice dated 8th March, 2008, for the purpose of offering and issuing shares under the Employee Stock Option Scheme-2008.

Based on the Scrutinizer's Report dated 21st April, 2008, the Results of Postal Ballot were declared on Wednesday, 23rd April, 2008 at 4.00 p.m. at the Registered Office of the Company, as follows:

**RESOLUTION NO. 1 - Special Resolution for offer and issue of shares under an Employee Stock Option Scheme to employees and Directors of the Company:**

	<b>Number of Members</b>	<b>Number of Votes</b>	<b>Percentage of Votes</b>
Total Postal Ballots received	128	5689312	-
• Postal Ballots - Valid	121	5688552	99.99
• Postal Ballots - Invalid	7	760	0.01
Postal Ballots - in favour of the Resolution	106	5685287	99.93
Postal Ballots - against the Resolution	15	3265	0.06

**RESOLUTION NO. 2 - Special Resolution for offer and issue of shares under the Employee Stock Option Scheme to employees and Directors of subsidiary companies of the Company**

	<b>Number of Members</b>	<b>Number of Votes</b>	<b>Percentage of Votes</b>
Total Postal Ballots received	128	5689312	-
• Postal Ballots - Valid	120	5688532	99.99
• Postal Ballots - Invalid	8	780	0.01
Postal Ballots - in favour of the Resolution	105	5685080	99.93
Postal Ballots - against the Resolution	15	3452	0.06

The Special Resolution Nos. 1 and 2, as set out in the Notice dated 8th March, 2008, were accordingly carried by the requisite majority.

Dated: 23rd April, 2008.  
Registered Office:  
Plot No. 31-36, I Main, II stage,  
Arakere MICO Layout, Bannerghatta Road,  
Bangalore- 560076  
India.

For and on behalf of the Board

C Shivakumar Reddy  
CHAIRMAN

