

## COMPUAGE INFOCOM LIMITED

CIN: L99999MH1999PLC135914

D - 601/602 & G - 601/602, Lotus Corporate Park,  
Graham Firth Steel Compound, Western Express Highway, Goregaon (E),  
Mumbai 400 063, India. Phone : 011-66114444, Fax : 022-66114445  
E-mail : investors.relations@compuageindia.com Website : www.compuageindia.com

### POSTAL BALLOT NOTICE

[PURSUANT TO SECTION 110 OF THE COMPANIES ACT, 2013,  
Read with the Companies (Management and Administration) Rules, 2014]

Dear Member(s),

**NOTICE** is hereby given pursuant to the provisions of Section 110 of the Companies Act, 2013, read with the Companies (Management and Administration) Rules, 2014 (including any statutory modification or re-enactment thereof for the time being in force), Clause 35B of the Equity Listing Agreement and other applicable laws and regulations, that the resolutions appended below, in relation to:

1. Issue of Bonus Shares
2. Adoption of New Memorandum Of Association of the Company in conformity with the Companies Act, 2013
3. Adoption of New Articles Of Association of the Company containing regulations in conformity with the Companies Act, 2013

are proposed to be passed by the Members through postal ballot/electronic voting (e-voting).

The proposed resolutions along with the explanatory statement pertaining setting out the material facts and reasons thereto, are appended below and a Postal Ballot Form is enclosed for your consideration.

The Board of Directors of the Company has appointed Mr. Virendra G. Bhatt., Practicing Company Secretary (C. P No. 124), as the Scrutinizer for conducting the postal ballot and e-voting process in a fair and transparent manner. Members desiring to exercise their vote by postal ballot are requested to carefully read the instructions printed in the Postal Ballot Form and return the form duly completed. The duly completed Postal Ballot Form(s) should reach the Scrutinizer not later than 5.00 p.m. on 16<sup>th</sup> May, 2015 (Saturday).

Members desiring to opt for e-voting as per the facilities arranged by the Company are requested to read the instructions.

The Scrutinizer will submit his report to the Chairman or any other Director of the Company after the completion of the scrutiny of the postal ballots (including e-voting). The result of postal ballot (including e-voting) shall be declared on or before 19<sup>th</sup> May, 2015 (Tuesday) at 4.00 p.m. at its Registered Office of the Company at D - 601/602 & G - 601/602, Lotus Corporate Park, Graham Firth Steel Compound, Western Express Highway, Goregaon (E), Mumbai 400 063, India and communicated to the Stock Exchanges, the Depository and the Registrar and Share Transfer Agent and would also be displayed on the Company's website at [www.compuageindia.com](http://www.compuageindia.com).

By Order of the Board  
For Compuage Infocom Limited

Sd/-  
Dolly Mehta  
Company Secretary

Registered Office:

D- 601/602 & G 601/602, Lotus Corporate Park,  
Graham Firth Steel Compound, Western Express Highway,  
Goregaon (E), Mumbai 400 063.

Place: Mumbai

Date: 28th March, 2015.

### PROPOSED RESOLUTION

#### ITEM NO. 1 :- APPROVAL FOR THE ISSUE OF BONUS SHARES

To consider and if thought fit, to pass the following resolution as a Special Resolution:-

"RESOLVED THAT in accordance with section 63 and other applicable provisions of the Companies Act, 2013, read with Rule 14 of the Companies (Share Capital & Debentures) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), the relevant provisions of the Memorandum and Articles of Association of the Company and the recommendation of the Board of Directors of the Company (hereinafter referred to as "the Board", which term shall deemed to include a committee of Directors duly authorized by the Board in this behalf), and subject to the regulations and guidelines issued by the Securities and Exchange Board of India (SEBI), including the Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009 (as amended from time to time), and such permissions, sanctions and approvals as may be required in this regard, consent of the Members be and is hereby accorded to the Board for capitalization of such sum standing to the credit of the free reserves/Securities Premium Account or such other accounts of the Company as are permissible to be capitalized and utilized for the purpose, as may be considered necessary by the Board, for the purpose of issuance of bonus shares of Rs. 10/- (Rupees ten only) each, credited as fully paid-up shares to the holders of the existing equity shares of the Company, whose names appear in the Register of Members maintained by the Company's Registrars and Transfer Agents / List of Beneficial Owners, as received from the National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL), on Record date i.e 19<sup>th</sup> May, 2015, in the proportion of 3 (three) new equity share for every 5 (Five) existing equity share held by the Members."

"RESOLVED FURTHER THAT no allotment letters shall be issued to the allottees of the bonus shares and that the certificate(s) in respect of the bonus shares shall be completed and thereafter be dispatched to the allottees thereof within the period prescribed or that may be prescribed on this behalf, from time to time, except in respect of those allottees who hold shares in dematerialized form."

**"RESOLVED FURTHER THAT** no allotment letters shall be issued to the allottees of the bonus shares and that the certificate(s) in respect of the bonus shares shall be completed and thereafter be dispatched to the allottees thereof within the period prescribed or that may be prescribed on this behalf, from time to time, except in respect of those allottees who hold shares in dematerialized form."

**"RESOLVED FURTHER THAT** the issue and allotment of the said bonus shares to the extent that they relate to non-resident Indians (NRIs), persons of Indian origin (PIO) / overseas corporate bodies (OCBs) and other foreign investors of the Company will be subject to the approval of the Reserve Bank of India (RBI) and any other regulatory authority, as may be required."

**"RESOLVED FURTHER THAT** no fractional entitlement shall be allotted to the Members and all fractional entitlements remaining after allotment of Bonus Shares as aforesaid shall be consolidated into fully paid up bonus shares, rounded off, if any, to the next whole number, and shall be allotted to Trustee of the company nominated by the Board as an Independent Trustee for those shareholders who are entitled to fractional entitlements of bonus shares and the said Trustee shall sell the same at the then prevailing market price through the stock exchange and pay to the Company net sale proceeds for distribution to the members in proportion to their fractional entitlements."

**"RESOLVED FURTHER THAT** the Bonus Shares so allotted shall rank pari passu in all respects with the fully paid-up equity shares of the Company as existing on the 'record date' i.e 19th May, 2015, save and except that they shall not be entitled to any dividend that may be declared before the 'record date'."

**"RESOLVED FURTHER THAT** the Bonus Shares so allotted shall always be subject to the terms and conditions contained in the Memorandum and Articles of Association of the Company."

**"RESOLVED FURTHER THAT** for the purposes of giving effect to the bonus issue of equity shares resolved hereinbefore, the issuance of equity shares or Instruments or Securities representing the same, the Board and other designated officers of the Company be and are hereby authorized on behalf of the Company to do all such acts, deeds, matters and things as it may at its discretion deem necessary or desirable for such purpose, including without limitation, filing other documents with the SEBI, listing the additional equity shares on BSE Limited, as the case may be, amending, if necessary, in regard to any such bonus as it may in its absolute discretion deem fit."

**"RESOLVED FURTHER THAT,** the Board be and is hereby authorized to take all other steps as may be necessary to give effect to the aforesaid resolution and determine all other terms and conditions of the issue of bonus shares as the Board may in its absolute discretion deem fit."

**ITEM NO. 2 ADOPTION OF NEW MEMORANDUM OF ASSOCIATION OF THE COMPANY IN CONFORMITY WITH THE COMPANIES ACT, 2013**

To consider and if though fit, to pass with or without modification the following resolution as a Special Resolution:

**"RESOLVED THAT** pursuant to the provisions of section 13 of Companies Act, 2013 ('the Act'), read with the Companies (Incorporation) Rules, 2014 and all other applicable provisions, if any, of the Act (including any statutory modification(s) or reenactment thereof for the time being in force), and such other rules and regulations, as may be applicable, the existing Memorandum of Association be and is hereby replaced with the new Memorandum of Association and that the new Memorandum of Association be and is hereby approved and adopted in substitution to the entire exclusion of the existing Memorandum of Association of the Company

**"RESOLVED FURTHER THAT** any of the Directors be and is hereby authorized to do all acts, deeds and things necessary in order to give effect to the above resolution."

**ITEM NO. 3 - ADOPTION OF NEW ARTICLES OF ASSOCIATION OF THE COMPANY CONTAINING REGULATIONS IN CONFORMITY WITH THE COMPANIES ACT, 2013**

To consider and if thought fit, to pass with or without modification(s), the following resolution as Special Resolution:

**"RESOLVED THAT** pursuant to the provisions of section 5, Section 14 and Schedule I made thereunder and other applicable provisions, if any, of the Companies Act, 2013, read with Companies (Incorporation) Rules, 2014 (including any statutory modification or re-enactment thereof for the time being in force) and such other rules and regulations, as may be applicable,, the new set of Articles of Association pursuant to the Act primarily based on the Form of Table F under the Act, be and is hereby approved and adopted as new set of Articles of Association in the place of existing Articles of Association of the Company."

**"RESOLVED FURTHER THAT** any of the Directors be and is hereby authorized to do all acts, deeds and things necessary in order to give effect to the above resolution."

Registered Office:  
D- 601/602 & G 601/602, Lotus Corporate Park,  
Graham Firth Steel Compound, Western Express Highway,  
Goregaon (E), Mumbai 400 063.

By Order of the Board  
For Compuage Infocom Limited

Sd/-  
Dolly Mehta  
Company Secretary

Place: Mumbai  
Date: 28<sup>th</sup> March, 2015.

#### NOTES:

1. The Statements pursuant to Section 102 of the Companies Act, 2013, stating all material facts and the reasons for the proposals set out above is annexed herewith.
2. The Board of Directors have appointed Mr. Virendra G. Bhatt, Practicing Company Secretary (C. P No. 124), as the Scrutinizer for conducting the Postal Ballot/ e-voting process in a fair and transparent manner.
3. The Postal Ballot notice is being sent to the Members, whose names appear on the Register of Members/List of Beneficial Owners as received from National Securities Depository Limited (NSDL)/Central Depository Services (India) Limited as on the close of business hours on 10th April, 2015 (Friday). Accordingly, the Members whose names appear on the Register of Members / List of Beneficial Owners (received from the National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL)) as on 10th April, 2015 (Friday) will be considered for the purpose of voting.
4. Voting Rights shall be reckoned on the paid-up value of the shares registered in the name of the members as on 10th April, 2015 (Friday).
5. The dispatch of the Postal Ballot Notice and the Explanatory Statement shall be announced through an advertisement in at least 1 (one) English newspaper and at least 1 (one) Marathi newspaper, each with wide circulation in Maharashtra, where the registered office of the Company is situated, and published on the Company website.
6. In accordance with the provisions of Section 101 and other applicable provisions of the Companies Act, 2013, read with Rules 18 and 22 of the Companies (Management and Administration) Rules, 2014, the Postal Ballot Notice is being sent by email to those Members who have registered their email addresses with their Depository Participants (in case of shares held in demat form) or with the Company's Registrar and Share Transfer Agent (in case of shares held in physical form). For Members whose email IDs are not registered, physical copies of the Postal Ballot Notice are being sent by permitted mode (i.e. through registered or speed post or through courier), along with a postage-prepaid self-addressed Business Reply Envelope.
7. In compliance with Clause 35B of the Listing Agreement and Sections 108, 110 and other applicable provisions of the Companies Act, 2013, read with the related rules, the Company is pleased to provide e-voting facility to all its Members, to enable them to cast their votes electronically instead of dispatching the physical Postal Ballot Form by post. The Company has engaged the services of NSDL for the purpose of providing e-voting facility to all its Members. Please note that e-voting is an alternate mode to cast votes and is optional.
8. Members can opt for only one mode of voting, i.e., either by physical ballot or e-voting. In case Members cast their votes through both the modes, voting done by e-voting shall prevail and votes cast through physical postal ballot forms will be treated as invalid. The instructions for electronic voting are annexed to this Notice.
9. In case a Member is desirous of obtaining a printed Postal Ballot Form or a duplicate, he or she may send an e-mail to [investors.relations@compuageindia.com](mailto:investors.relations@compuageindia.com). The Registrar and Transfer Agent of the Company / Company shall forward the same along with postage-prepaid self-addressed Business Reply Envelope to the Member.
10. A Member cannot exercise his / her vote by proxy on postal ballot.
11. Members desiring to exercise their vote by physical postal ballot are requested to carefully read the instructions printed in the Postal Ballot Form and return the Form duly completed and signed, in the enclosed self-addressed Business Reply Envelope to the Scrutinizer, so that it reaches the Scrutinizer not later than close of working hours 5.00 p.m. on 16<sup>th</sup> May, 2015 (Saturday). The postage will be borne by the Company. However, envelopes containing postal ballots, if sent by courier or registered / speed post at the expense of the Members will also be accepted. The Postal Ballot Form(s) may also be deposited personally at the address given on the self-addressed Business Reply Envelope.
12. The duly completed Postal Ballot Form(s) should reach the Scrutinizer not later than 5.00 p.m. on 16<sup>th</sup> May, 2015 (Saturday) to be eligible for being considered, failing which, it will be strictly considered that no reply has been received from the Member.
13. In case of joint-holding, the Postal Ballot Form must be completed and signed (as per the specimen signature registered with the Company) by the first named Member and in his / her absence, by the next named Member.
14. Unsigned, incomplete, improperly or incorrectly ticked Postal Ballot Forms shall be rejected.
15. The Scrutinizer will submit his report to the Chairman after the completion of scrutiny of the postal ballots (including e-voting). The result of the voting by postal ballot will be announced by the Chairman or any Director of the Company duly authorized, on or before 4.00 p.m. on 19<sup>th</sup> May, 2015 (Tuesday) at the registered office of the Company and will also be displayed on the website of the Company ([www.compuageindia.com](http://www.compuageindia.com)), besides being communicated to the Stock Exchanges, the Depository and the Registrar and Share Transfer Agents on the said date.
16. Resolutions passed by the Members through postal ballot are deemed to have been passed as if they have been passed at a General Meeting of the Members.
17. The date of declaration of results of the postal ballot shall be the date on which the resolution would be deemed to have been passed, if approved by the requisite majority.
18. All the material documents referred to in the explanatory statement will be available for inspection at the registered office of the Company during office hours on all working days from the date of dispatch of the Notice till 16<sup>th</sup> May, 2015 (Saturday).
19. Record date has been fixed as 19<sup>th</sup> May, 2015 for the purpose of ascertaining the entitlement of the Members for the Issue of Bonus Shares in the ratio of 3:5 i.e three new bonus shares for every five equity shares held.

#### Voting through electronic means

The instructions for e-voting are as follows :

1. Members whose email addresses are registered with the Company / Depository Participant(s) will receive an email from NSDL informing them of their User-ID and password. Once the Member receives the email, he or she will need to go through the following steps to complete the e-voting process :
  - a. Open email and open the PDF file titled 'CIL e-voting.pdf', using your Client ID or Folio No. As password. The said PDF file contains your user ID and password for e-voting. Please note that this password is an initial password.
  - b. Launch your internet browser by typing the following URL: <https://www.evoting.nsdl.com>.
  - c. Click on Shareholder Login.
  - d. Enter the user ID and password (the initial password noted in step (a) above). Click on Login.
  - e. The Password change menu will appear. Change the password to a password of your choice. The new password should have a minimum of 8 (eight) digits / characters or combination thereof. It is strongly recommended that you do not share your password with any other person and take utmost care to keep your password confidential.

- f. The homepage of e-voting will open. Click on 'e-voting: Active Voting Cycles'.
  - g. Select 'EVEN' (E Voting Event Number) of Compugage Infocom Limited. For an EVEN, you can login any number of times on e-voting platform of NSDL till you have voted on the resolution during the voting period.
  - h. Now you are ready for e-voting as the 'Cast Vote' page opens.
  - i. Cast your vote by selecting the option of your choice and clicking on 'Submit', and also remember to 'Confirm' when prompted.
  - j. Upon confirmation, the message 'Vote cast successfully' will be displayed.
  - k. Once you have voted on a resolution, you will not be allowed to modify your vote.
  - l. Institutional members (i.e. other than individuals, HUF, NRI etc.) are required to send a scanned copy (PDF / JPG Format) of the relevant Board resolution / authorization letter etc., together with attested specimen signature of the authorized signatory / signatories who are authorized to vote, to the Scrutinizer via e-mail, to [bhattvirendra1945@yahoo.co.in](mailto:bhattvirendra1945@yahoo.co.in), with a copy marked to [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in).
2. For Members whose email IDs are not registered with the Company / depository participant(s) and who receive the physical postal ballot forms, the following instructions may be noted :
    - a. The initial password is provided at the bottom of the Postal Ballot Form.
    - b. Please follow all the steps from a. to l. mentioned above, to cast your vote successfully.
  3. In case of any queries, you may refer to the Frequently Asked Questions (FAQs) and e-voting user manual for Members available in the 'Downloads' section of [www.evoting.nsdl.com](http://www.evoting.nsdl.com) or contact NSDL by email at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in).
  4. Login to the e-voting website will be disabled upon five unsuccessful attempts to key in the correct password. In such an event, you will need to go through the 'Forgot Password' option available on the site to reset the password.
  5. If you are already registered with NSDL for e-voting, then you can use your existing user ID and password for casting your vote.
  6. The e-voting period commences 17th April, 2015 (9:00 a.m.) and ends on 16th May, 2015 (5:00 p.m.). During this period, Members of the Company holding shares either in physical form or in dematerialized form, as on the relevant date, i.e. 10<sup>th</sup> April, 2015, may cast their vote electronically. The e-voting module shall be disabled by NSDL for voting thereafter. Once the vote on a resolution is cast by a Member, he or she will not be allowed to change it subsequently.
  7. Record date has been fixed as 19<sup>th</sup> May, 2015 for the purpose of ascertaining the entitlement of the Members for the Issue of Bonus shares in the ratio of 3:5 i.e three new bonus shares for every five equity shares held.

**EXPLANATORY STATEMENT PURSUANT TO SECTIONS 102 OF THE COMPANIES ACT, 2013 ITEM NO. 1:-**

The members may be aware that the operations of the Company has grown significantly during the last three years, which has generated considerable interest in the Company's Equity Shares in the Market. This coupled with the general positive economic environment, the market price of the Company's shares have also increased significantly. In order to improve the liquidity of the Company's shares in the stock market and to make it affordable to the small investors, the Board of Directors of the Company ('the Board') at their meeting held on March 28, 2015, considered it desirable to recommend issue of Bonus shares in the ratio of 3:5 i.e. 3 (Three) new equity share for every Five equity share held, to the eligible members of the Company as on the Record Date i.e 19<sup>th</sup> May, 2015 for this purpose, subject to approval of the shareholders and such other authorities as may be necessary.

The Board recommends the resolution as set out in Item No. 1 as Special Resolution of the accompanying notice for the approval of the members of the Company.

None of the Directors / Key Managerial Personnel of the Company or their relatives are concerned or interested in the resolution except to the extent of their shareholding in the Company, if any.

**ITEM NO. 2 & 3:-**

The Memorandum of Association and Articles of Association ("MOA & AOA") of the Company is presently in force since its incorporation of the Company. The existing Memorandum and Articles of Association and Articles of Association ("MOA & AOA") are in line with the erstwhile Companies Act, 1956 and several clauses/regulations in the existing MOA & AOA contain references to specific sections of the Companies Act, 1956 and some of which are no longer in force.

With the coming into force of the Companies Act, 2013, the New Act is now largely in force and substantive sections of the Act stand notified and several regulations of the existing MOA & AOA of the Company require alteration or deletions at several places. Since the proposed alterations, deletions, insertions etc. to the present articles of association are numerous, it is more convenient to wholly replace the existing MOA & AOA by adopting an altogether new set of articles of association incorporating all the proposed alterations.

Hence the Board of Directors at its meeting held on March 28, 2015 decided to adopt new set of MOA & AOA in place of existing MOA & AOA of the Company and Your directors recommend the resolution as set out in Item Nos. 2 & 3 for the approval of the shareholders for adoption of new set of Memorandum of Association and Articles of Association of the company by replacing the existing Memorandum of Association and Articles of Association of the company.

None of the Directors, Key Managerial Personnel of Company and their relatives are concerned or interested in the said resolution.

By Order of the Board  
For Compugage Infocom Limited  
Sd/-  
Dolly Mehta  
Company Secretary

Registered Office:  
D- 601/602 & G 601/602, Lotus Corporate Park,  
Graham Firth Steel Compound, Western Express Highway,  
Goregaon (E), Mumbai 400 063.

Place: Mumbai  
Date: 28<sup>th</sup> March, 2015.

**COMPUAGE INFOCOM LIMITED**

Speed... Reliability... Value Performance

CIN: L99999MH1999PLC135914

D- 601/602 & G - 601/602, Lotus Corporate Park, Graham Firth Steel Compound,  
Western Express Highway, Goregaon (E), Mumbai - 400 063, India  
e-mail: [investors.relations@compuageindia.com](mailto:investors.relations@compuageindia.com) Website: [www.compuageindia.com](http://www.compuageindia.com)  
Phone: 022-66114444, Fax: 022-66114445

**NOTICE OF POSTAL BALLOT**

Members are hereby informed that pursuant to Section 110 of the Companies Act, 2013, read with Rule 22 of the Companies (Management and Administration) Rules, 2014, the Company has completed on **16th April, 2015** (i) the dispatch of Postal Ballot Notice, along with Postal Ballot Form, through electronic form to the members, whose email IDs are registered in the records of Depositories or the Company as on **10th April, 2015**, and (ii) dispatch of the same in physical mode along with self-addressed postage prepaid Business reply envelop to the shareholders whose email IDs are not registered as on **10th April, 2015** for seeking their consent in relation to the matters as set out in the Notice.

**E-Voting:** The members are hereby informed that pursuant to Clause 35B of the Listing Agreement and Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company is providing facility to the members to cast their vote in electronic mode (e-voting) through National Securities Depository Limited (NSDL) e-voting platform. The procedure for e-voting is given in the Notes to the Notice of Postal Ballot. The Board of Directors have appointed Mr. Virendra G. Bhatt, Practicing Company Secretary (C.P No. 124), as Scrutinizer for conducting this Postal Ballot/e-voting process in a fair and transparent manner.

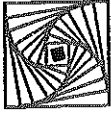
Shareholders are requested to note that the voting through electronic mode shall commence on 17th April, 2015 (9.00 A.M) and ends on 16th May, 2015 (5.00 P.M). Shareholders, casting vote through physically Ballot Form, are requested to note that physical Postal Ballot Forms should reach the Scrutinizer on or before 16th May, 2015 (5:00 P.M). Postal Ballot Form received thereafter 16th May, 2015 (5:00 P.M) would be strictly treated as if reply from the shareholder has not been received and e-voting module shall be disabled by NSDL for voting thereafter. Members, who have not received the Postal Ballot Form, may apply to Company on e-mail [investors.relations@compuageindia.com](mailto:investors.relations@compuageindia.com) and obtain a duplicate thereof Company in case of any grievance connected with voting by physical ballot, members may contact Company Secretary at registered office of the company and in case of any grievance connected with e-voting, members may contact Mr. Rajiv Ranjan, NSDL at [evoting@nsdl.co.in](mailto:evoting@nsdl.co.in), members may also refer Frequently Asked Questions ("FAQ") and e-voting manual available at [www.evoting.nsdl.com](http://www.evoting.nsdl.com). The results of the e-voting will be announced by the Company on 19th May, 2015 at 4.00 p.m. and displayed on its website and also be informed to the Stock Exchange.

**By the order of the Board of Directors  
For Compuage Infocom Limited**

Place : Mumbai  
Date : : 16th April, 2015.

Sd/-  
Dolly Mehta  
Company Secretary





Speed  
Reliability  
Value Performance

## COMPUAGE INFOCOM LTD

Date: 17<sup>th</sup> April, 2015

To,  
The Corporate Services Dept.  
The Bombay Stock Exchange Ltd.  
Phiroze Jeejeebhoy Towers  
Dalal Street  
Mumbai 400 001.

**Company Code: 532456**

**Sub: Withdrawal of Record Date.**

Dear Sir/Mam,

With reference to the earlier announcement w.r.t outcome of the board meeting dated 28<sup>th</sup> March, 2015 regarding fixation of Record Date for the purpose of issuance of bonus shares, Compuage Infocom Ltd hereby inform that the Company withdraws the Record Date fixed for the purpose of issuance of bonus shares of the Company. The Company will inform the new Record Date only after shareholders approval has been accorded and the company has obtained in-principle approval under clause 24(a) of the listing agreement.

Kindly take the same on your record and oblige.

Thanking You.

Yours faithfully,  
For **Compuage Infocom Limited**

  
**Dolly Mehta**  
**Company Secretary**

Encl: As above

