



Result Of Postal Ballot

The Board of Directors of the Company at its meeting held on 17th July, 2006 decided to seek the approval of Members of the Company by way of Postal Ballot for creation of charge(s) and/or mortgage(s) on the properties of the Company to secure borrowings of its subsidiaries. Accordingly, the Notice of Postal Ballot together with Postal Ballot forms was dispatched to the members of the Company.

The Scrutinizers namely Mr. Narayan Rathi, Partner of M/s. Rathi & Associates, Company Secretaries have conducted the process of Postal Ballot in a fair and transparent manner. The said Scrutinizers have, vide their Report dated 1st September, 2006 submitted the details of the votes cast in respect of Resolution proposed vide Notice of Postal Ballot dated 17th July 2006. Accordingly, the results in respect of the Postal Ballot is given hereunder :

Resolution	Total valid votes cast in favour of the Resolution	Percentage of total valid votes cast	Total valid votes cast against the Resolution	Percentage of total valid votes cast
Ordinary Resolution: Consent under Section 293(1)(a) of the Companies Act, 1956 authorizing the Board of Directors to create charge(s)/mortgage(s) on the properties of the Company to secure borrowings by one or more subsidiaries of the Company.	2,31,07,583	99.93%	15,440	0.07

An aggregate of 58 postal ballot forms representing 20,552 Equity Shares of Rs.2/- each fully paid up have been treated as invalid mainly due to signature difference or cases where neither assent nor dissent was recorded.

On the basis of the Report submitted by the Scrutinizers, the Resolution proposed vide Notice of Postal Ballot dated 17th July 2006 is declared passed with requisite majority.

For Geometric Software Solutions Co. Ltd.

Place: Mumbai
Date: 4th September, 2006

Rajkumar Bidawataka
Company Secretary & Corporate Counsel