ACCEL FRONTLINE
GLOBAL IT SERVICES

AFL/SS/SE/06/2016-2017
29th November, 2016

The National Stock Exchange of India Ltd
Exchange Plaza
Bandra Kurla Complex
Bandra East
Mumbai 400 051

The Bombay Stock Exchange Ltd
P.J. Towers
Dalal Street
Mumabi 400 001

Dear Sir / Madam,

Sub.: **21st Annual General Meeting E-voting and Poll Results**

Dear Sir / Madam,

In compliance of the Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find the enclosed voting results along with Scrutinizer's Report on the Resolutions passed at the 21st Annual General Meeting held on 28th November, 2016.

Kindly acknowledge and take this into your records.

Thanking You,

Yours faithfully

For Accel Frontline Limited

S. Sundaramurthy
Company Secretary

ACCEL FRONTLINE LIMITED CHENNAI 600 029

Date of the AGM/EGM	**28/11/2016**
Total number of shareholders on record date:	**7703**
No. of Shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: In person Public: In person Proxy	 **3** **435** **17**
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group: Public:	 **Nil**



Resolution No. : **01**
Detail of the Agenda : **To receive, consider and adopt the Standalone and Consolidated Audited Financial Statements of the Company as at 31st March, 2016, the reports of the Board of Directors and Auditors thereon.**

Resolution required : **Ordinary**								
Whether promoter/ promoter group are interested in the agenda/resolution : **No**								
Category	**Mode of voting**	**No. of shares held (1)**	**No. of votes polled (2)**	**% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100**	**No. of Votes - in favour (4)**	**No. of Votes - against (5)**	**% of Votes in favour on votes polled (6)= [(4)/(2)]*100**	**% of Votes against on votes polled (7)= [(5)/(2)]*100**
Promoter and Promoter Group	E- Voting	2,23,21,404	1,78,57,125	80.00	1,78,57,125	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		**1,78,57,125**	**80.00**	**1,78,57,125**	**0**	**100.00**	**0.00**
Public - Institutions	E- Voting	29,890	0	0.00	0.00	0	0.00	0.00
	Poll		0	0.00	0.00	0	0.00	0.00
	Total		**0**	**0.00**	**0.00**	**0**	**0.00**	**0.00**
Public-Non Institutions	E- Voting	74,10,579	8,575	0.12	8,575	0	100.00	0.00
	Poll		2,81,787	3.80	2,81,781	6	99.99	0.00
	Total		**2,90,362**	**3.92**	**2,90,356**	**6**	**99.99**	**0.00**
Total		**2,97,61,873**	**1,81,47,487**	**60.98**	**1,81,47,481**	**6**	**100.00**	**0.00**



Resolution No. : **02**

Detail of the Agenda : **To appoint a Director in place of Mr. Bin Cheng, (DIN: 06913491) who retires by rotation and, being eligible, offers himself for re-appointment.**

Resolution required : **Ordinary**

Whether promoter/ promoter group are interested in the agenda/resolution : **No**

Category	Mode of voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)= [(4)/(2)]*100	% of Votes against on votes polled (7)= [(5)/(2)]*100
Promoter and Promoter Group	E- Voting	2,23,21,404	1,78,57,125	80.00	1,78,57,125	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		**1,78,57,125**	**80.00**	**1,78,57,125**	**0**	**100.00**	**0.00**
Public - Institutions	E- Voting	29,890	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		**0**	**0.00**	**0**	**0**	**0**	**0**
Public-Non Institutions	E- Voting	74,10,579	8,575	0.12	8,575	0	100.00	0.00
	Poll		2,81,786	3.80	2,81,781	5	99.99	0.00
	Total		**2,90,361**	**3.92**	**2,90,356**	**5**	**99.99**	**0.00**
Total		**2,97,61,873**	**1,81,47,486**	**60.98**	**1,81,47,481**	**5**	**100.00**	**0.00**

ACCEL FRONTLINE LIMITED CHENNAI 600 029

Resolution No. : 03

Detail of the Agenda : Reappointment of Statutory Auditors M/s. Walker Chandiok & Co. LLP, Chartered Accountants, Chennai.

Resolution required : Ordinary								
Whether promoter/ promoter group are interested in the agenda/resolution : No								
Category	**Mode of voting**	**No. of shares held (1)**	**No. of votes polled (2)**	**% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100**	**No. of Votes - in favour (4)**	**No. of Votes - against (5)**	**% of Votes in favour on votes polled (6)= [(4)/(2)]*100**	**% of Votes against on votes polled (7)= [(5)/(2)]*100**
Promoter and Promoter Group	E- Voting	2,23,21,404	1,78,57,125	80.00	1,78,57,125	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		**1,78,57,125**	**80**	**1,78,57,125**	**0**	**100**	**0**
Public - Institutions	E- Voting	29,890	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		**0**	**0**	**0**	**0**	**0**	**0**
Public-Non Institutions	E- Voting	74,10,579	8,575	0.12	8,555	20	99.77	0.23
	Poll		2,81,786	3.80	2,81,781	5	99.99	0.00
	Total		**2,90,361**	**3.92**	**2,90,336**	**25**	**99.99**	**0.01**
Total		**2,97,61,873**	**1,81,47,486**	**60.98**	**1,81,47,461**	**25**	**99.99**	**0.00**



Resolution No. : **04**
Detail of the Agenda : **Reappointment of Mr. R. Ramaraj as an Independent Director.**

Resolution required : Special								
Whether promoter/ promoter group are interested in the agenda/resolution : No								
Category	**Mode of voting**	**No. of shares held (1)**	**No. of votes polled (2)**	**% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100**	**No. of Votes - in favour (4)**	**No. of Votes - against (5)**	**% of Votes in favour on votes polled (6)= [(4)/(2)]*100**	**% of Votes against on votes polled (7)= [(5)/(2)]*100**
Promoter and Promoter Group	E- Voting	2,23,21,404	1,78,57,125	80.00	1,78,57,125	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		**1,78,57,125**	**80**	**1,78,57,125**	**0**	**100**	**0**
Public - Institutions	E- Voting	29,890	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		**0**	**0**	**0**	**0**	**0**	**0**
Public-Non Institutions	E- Voting	74,10,579	8,575	0.12	8,555	20	99.77	0.23
	Poll		2,81,786	3.80	2,81,781	5	99.99	0.00
	Total		**2,90,361**	**3.92**	**2,90,336**	**25**	**99.99**	**0.01**
Total		**2,97,61,873**	**1,81,47,486**	**60.98**	**1,81,47,461**	**25**	**99.99**	**0.00**

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Resolution No. : **05**

Detail of the Agenda : **Consent under Section 180(1) (c) of the Companies Act, 2013 for Borrowings.**

Resolution required : Special								
Whether promoter/ promoter group are interested in the agenda/resolution : No								
Category	**Mode of voting**	**No. of shares held (1)**	**No. of votes polled (2)**	**% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100**	**No. of Votes - in favour (4)**	**No. of Votes - against (5)**	**% of Votes in favour on votes polled (6)= [(4)/(2)]*100**	**% of Votes against on votes polled (7)= [(5)/(2)]*100**
Promoter and Promoter Group	E- Voting	2,23,21,404	1,78,57,125	80.00	1,78,57,125	0	100.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		**1,78,57,125**	**80**	**1,78,57,125**	**0**	**100**	**0**
Public - Institutions	E- Voting	29,890	0	0.00	0	0	0.00	0.00
	Poll		0	0.00	0	0	0.00	0.00
	Total		**0**	**0**	**0**	**0**	**0**	**0**
Public-Non Institutions	E- Voting	74,10,579	8,575	0.12	8,575	0	100.00	0.00
	Poll		2,81,787	3.80	2,81,781	6	99.99	0.00
	Total		**2,90,362**	**3.92**	**2,90,356**	**6**	**99.99**	**0.00**
Total		**2,97,61,873**	**1,81,47,487**	**60.98**	**1,81,47,481**	**6**	**100.00**	**0.00**

ACCEL FRONTLINE LIMITED CHENNAI 600 029

ACCEL FRONTLINE
GLOBAL IT SERVICES

29th November, 2016

Sub: Declaration of Voting Results of the 21st Annual General Meeting held on Monday, the 28th Day of November, 2016 at 9.00 A.M. at "The Music Academy Mini Hall, TTK Road, Alwarpet, Chennai - 600 018".

The details are as follows:

Sl. No.	Notice Items	Resolutions (Ordinary / Special)	Mode of Voting - Remote E-Voting / Poll (Electronically) at AGM hall
1.	Adoption of the Standalone and Consolidated Audited Financial Statements of the Company for the financial year ended 31st March, 2016, the reports of the Board of Directors and Auditors thereon.	Ordinary	Remote e-voting & Poll (Electronically)at AGM hall
2.	Appointment of Mr. Bin Cheng (DIN: 06913491) as Director, who retires by rotation and being eligible, offers himself for re-appointment.	Ordinary	
3.	Reappointment of Statutory Auditors M/s. Walker Chandiok & Co. LLP, Chartered Accountants, Chennai.	Ordinary	
4.	Reappointment of Mr. R. Ramaraj as an Independent Director	Special	
5.	Consent under Section 180(1) (c) of the Companies Act, 2013 for Borrowings.	Special	

Based on the Report of the Scrutinizer, I hereby declare that the Resolutions for the above-mentioned items have been passed with **requisite majority.**

Thanking you

For Accel Frontline Limited

Malcolm F. Mehta
Chairman & Executive Director

ACCEL FRONTLINE LIMITED CHENNAI 600 029

CONSOLIDATED SCRUTINIZER'S REPORT
(On voting through remote e-voting and poll at the AGM)

[Pursuant to rule section 108 of the Companies Act, 2013 and rule 20 of the Companies (Management and Administration) Rules, 2014 as substituted by the Companies (Management and Administration) Amendment Rules, 2015]

To,
The Chairman
21st (Twenty First) Annual General Meeting of the Equity Shareholders of M/s. Accel Frontline Limited held on Monday, 28th November, 2016 at "THE MUSIC ACADEMY MINI HALL, TTK ROAD, ALWARPET, CHENNAI - 600 018" at 09.00 A.M.

Dear Sir,

I, Soy Joseph of M/s. JM & Associates, Practicing Company Secretaries, Chennai, had been appointed as the Scrutinizer by the Board of Directors of M/s. Accel Frontline Limited (the Company) for the purpose of scrutinizing the voting process, in a fair and transparent manner in respect of the below mentioned resolutions passed at the 21st Annual General Meeting of the Equity Shareholders of the Company held on Monday, 28th November, 2016 at 09.00 A.M at "THE MUSIC ACADEMY MINI HALL, TTK Road, Alwarpet, Chennai- 600 018, submit my report as under:

1. In accordance with the Notice of the 21st Annual General Meeting sent to the Shareholders and the advertisement published pursuant to Rule 20(4)(v) of the Companies (Management and Administration) Rules, 2014, the e-voting opened on 24th November, 2016 at 9.00 A.M and ended on 27th November, 2016 at 5.00 P.M.

2. The Company has availed the e-voting facility offered by National Securities Depository Limited (NSDL) for conducting e-voting by the Shareholders of the Company. The Company has also provided e-voting facility to the Members present at the Annual General Meeting for those who had not casted their vote through the remote e-voting facility.

3. The Equity Shareholders holding shares as on the cut-off date, 21st November, 2016 were entitled to vote on the resolutions stated in the Notice of the 21st Annual General Meeting of the Company.

4. The votes cast under remote e-voting were remained blocked even after the closure of e-voting period, i.e. 27th November, 2016 at 5.00 P.M and it was unblocked at around 11 A.M on 28th November, 2016, after the conclusion of voting at the Annual General Meeting, in the presence of two witnesses who were not in the employment of the Company.

JM & Associates
Company Secretaries
Indira Devi Complex, II Floor, # 20, Gopalakrishna Street, Pondy Bazaar, T. Nagar, Chennai - 600 017, INDIA.
Ph : 044 - 4207 0906, 2815 2673, 2815 2674 E-mail : mail@sespartners.com

5. I have scrutinized and reviewed the e-voting and votes tendered therein based on the data downloaded from the National Securities Depository Limited (NSDL) e-voting system and the votes casted at the venue of Annual General Meeting by using an e-voting system.

6. I now submit my consolidated report as under on the result of the remote e-voting and the voting facilities extended at the venue of the Annual General Meeting.

(a) Resolution 1 – Ordinary Resolution

Adoption of the Standalone and Consolidated Audited Financial Statements of the Company as at 31st March, 2016, the reports of the Board of Directors and Auditors thereon.

(i) Voted **in favour** of the resolution:

Number of members voted through electronic voting system	Number of votes cast in favour of the resolution	% of total number of valid votes cast
40	1,81,47,481	100%

(ii) Voted **against** the resolution:

Number of members voted through electronic voting system	Number of votes cast against the resolution	% of total number of valid votes cast
2	6	0.00%

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL



(b) Resolution 2 – Ordinary Resolution

Appointment of a Director in place of Mr. Bin Cheng (DIN: 06913491), who retires by rotation and, being eligible, offers himself for re-appointment.

(i) Voted **in favour** of the resolution:

Number of members voted through electronic voting system	Number of votes cast in favour of the resolution	% of total number of valid votes cast
40	1,81,47,481	100%

(ii) Voted **against** the resolution:

Number of members voted through electronic voting system	Number of votes cast against the resolution	% of total number of valid votes cast
1	5	0.00%

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

(c) Resolution 3 – Ordinary Resolution

Re-Appointment of M/s. Walker Chandiok & Co LLP, Chartered Accountants as the Statutory Auditors, of the Company.

(i) Voted **in favour** of the resolution:

Number of members voted through electronic voting system	Number of votes cast in favour of the resolution	% of total number of valid votes cast
39	1,81,47,461	100%



(ii) Voted **against** the resolution:

Number of members voted through electronic voting system	Number of votes cast against the resolution	% of total number of valid votes cast
2	25	0.00%

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

(d) Resolution 4 – Special Resolution

Re-Appointment of Mr. R. Ramaraj (DIN: 00090279) as an Independent Director.

(i) Voted **in favour** of the resolution:

Number of members voted through electronic voting system	Number of votes cast in favour of the resolution	% of total number of valid votes cast
39	1,81,47,461	100%

(ii) Voted **against** the resolution:

Number of members voted through electronic voting system	Number of votes cast against the resolution	% of total number of valid votes cast
2	25	0.00%

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

JM & ASSOCIATES Chennai Company Secretaries

(e) Resolution 5 – Special Resolution

Consent under Section 180(1)(c) of the Companies Act, 2013 for Borrowings.

(i) Voted **in favour** of the resolution:

Number of members voted through electronic voting system	Number of votes cast in favour of the resolution	% of total number of valid votes cast
40	1,81,47,481	100%

(ii) Voted **against** the resolution:

Number of members voted through electronic voting system	Number of votes cast against the resolution	% of total number of valid votes cast
2	6	0.00%

(iii) **Invalid** votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
NIL	NIL

7. All relevant papers and records relating to electronic voting shall remain in our custody until the Chairman considers, approves and signs the minutes of the 21st Annual General Meeting and the same shall be handed over thereafter to the Chairman/Company Secretary of the Company for safe keeping.

I report that all the resolutions have been passed by the Shareholders by requisite majority.

Thanking you,
Yours faithfully,

JM & ASSOCIATES Chennai Company Secretaries

SOY JOSEPH
JM & Associates
Practicing Company Secretaries
M.No.: 13852
COP : 5612

Place: Chennai
Date: 28th November 2016

Counter Signed

For Accel Frontline Limited
Mehta

Malcolm F. **Mehta**
Chairman & Executive Director