



108, Himalaya Palace,
65, Vijay Block, Laxmi Nagar,
New Delhi-110052
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CIN: LT4899DL1992PLC040460

Date: September 29, 2015

The Listing Compliance Department Bombay Stock Exchange Limited P.J. tower, Dalal Street, Complex Mumbai – 400001	The Listing Compliance Department National Stock Exchange of India Limited Exchange Plaza, Bandra Kurla Bandra (EAST), Mumbai – 400051
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Ref.: STG Lifecare Limited (BSE Scrip Code: 532293, NSE Symbol: SOFTTECHGR)

Sub: Submission of the result of Annual General Meeting of the company in compliance with Clause 35 A of the listing Agreement

Dear Sir/Madam,

This is to inform you that 22nd Annual General Meeting of the company was held on Monday, September 28, 2015 at 11:30 A.M. at Lok Kala Manch, 20, Lodhi Institutional Area, Lodhi Road, New Delhi- 110003.

In the above context, please find enclosed compliances under clause 35A of the listing agreement entered with the stock exchange regarding submission of voting results within 48 hours of conclusion of Annual General Meeting of the Company and marked as annexure A.

We are also enclosing the reports of Scrutinizer received pursuant to:

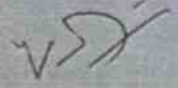
- 1) Remote.e-Voting conducted on 25th September 2015 -27th September, 2015.
- 2) The Ballot/poll result conducted at the venue of AGM.
- 3) The Combined result of (1) and (2) above.

We request you to kindly take the same on record.

Kindly take the same on record.

Thanking You.

Yours' Faithfully
FOR STG Lifecare Limited


(YOGESH CHANDRA VAIDYA)
(Director)
DIN: 01185242.

Details as per Clause 35A of the Listing Agreement with Stock Exchanges as per SEBI- Amendments to Equity Listing Agreement

Date of AGM	September 28, 2015
Total number of Shareholders on record date	As on September 14, 2015 (Cut-off date for determining voting rights): 9262
No. of Shareholders present in the meeting either in person or through Proxy:	
Promoters and Promoters Group	6
Public	36
No. of Shareholders attended the meeting through Video Conferencing:	No Video Conference
Promoters and Promoters Group	
Public	

Agenda-wise voting details at the 22nd Annual general Meeting held on September 28, 2015.

Details of the Agenda:

Item No. 1	To receive, consider and adopt the audited financial statement of the Company for the financial year ended March 31, 2015, the reports of the Board of Directors and Auditors thereon.
Resolution required	Ordinary Resolution
Mode of voting	Remote E-voting and Poll at AGM

In case of Poll/Postal ballot/E-voting:

Promoter/Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favor	No. of Votes – against	% of Votes in favor on votes polled	% of Votes against on votes polled
	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	7593614	3973575	52.33	3973575	NIL	100	NIL
Public Institutional holders	100	-	-	-	-	-	-
Public-Others	7243426	4	0	4	NIL	100	NIL
Total	14837140	3973579	52.33	3973579	NIL	100	NIL

Item No. 2	To appoint a Director in place of Mr. Yogesh Vaidya [DIN: 01185242] who retires by rotation and being eligible, offers himself for re-appointment.
Resolution required	Ordinary Resolution
Mode of voting	Remote E-voting and Poll at AGM

In case of Poll/Postal ballot/E-voting:

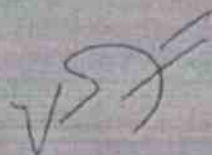
Promoter/Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes in favor	No. of Votes against	% of Votes in favor on votes polled	% of Votes against on votes polled
	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	7593614	3973575	52.33	3973575	NIL	100	NIL
Public Institutional holders	100	-	-	-	-	-	-
Public-Others	7243426	4	0	4	NIL	100	NIL
Total	14837140	3973579	52.33	3973579	NIL	100	NIL

Item No. 3	To appoint M/s H.K. Batra & Associates, Chartered Accountants Auditors and fix their remuneration.
Resolution required	Ordinary Resolution
Mode of voting	Remote E-voting and Poll at AGM

In case of Poll/Postal ballot/E-voting:

Promoter/Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes in favor	No. of Votes against	% of Votes in favor on votes polled	% of Votes against on votes polled
	(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	7593614	3973575	52.33	3973575	NIL	100	NIL
Public Institutional holders	100	-	-	-	-	-	-
Public-Others	7243426	4	0	4	NIL	100	NIL
Total	14837140	3973579	52.33	3973579	NIL	100	NIL

For STG Lifecare Limited



(Yogesh Vaidya)
(Director)
(DIN: 01185242).



Krishna Kumar Sharma & Co.

Company Secretaries

108, Himalaya Palace,

65, Vijay Block, Laxmi Nagar, New Delhi-92

Mobile : 98913-15949, Telefax : 011-47587113

E-mail : kksharmacs@gmail.com, krishna@cskrishna.com

url : cskrishna.com

Scrutinizer's Report

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 (3) (xi) of the Companies (Management and administrations) Rules, 2014]

To

The Chairman of 22nd Annual General Meeting of the members of STG Lifecare Limited (formerly known as Software Technology Group International Limited) (the Company) held on 28th Day of September, 2015 at Lok Kala Manch, 20, Lodhi Institutional Area, Lodhi Road, New Delhi- 110003.

Dear Sir,

1. I, Krishna Kumar Sharma, a Company Secretary in practice, have been appointed by the board of Directors of STG Lifecare Limited (formerly known as Software Technology Group International Limited) (the Company) as a scrutinizer for the purpose of scrutinizing the Remote e-voting process and ascertaining the requisite majority on Remote e-voting carried out as per provisions of Section 108 of Companies Act, 2013 read with Rule 20 of the Companies (Management and Administrations) Rules 2014 (Rules) on the resolutions contained in the notice of the 22nd Annual General Meeting (AGM) of the members of the company, to be held on 28th Day of September, 2015 at 11.30 AM at Lok Kala Manch, 20, Lodhi Institutional Area, Lodhi Road, New Delhi-110003.
2. The management of the Company is responsible to ensure the compliance with the requirements of Companies Act 2013 and rules relating to voting through electronic means on the resolutions contained in the notice to the 22nd AGM of members of the company. My responsibility as a scrutinizer for the Remote e-voting process is restricted to make a scrutinizer's report of the votes cast "in favor" or "against" the resolution stated above, based on the reports generated from Remote e-voting system provided by National Securities Depository Limited, the authorized agency to provide Remote e-voting facilities, engaged by the company.



3. Further to the above, I submit my report as under:-

- I. The Remote e-voting period remained open from 25th September, 2015 (09:00 A.M.) to 27th September, 2015 (05:00 P.M.).
- II. The members of the company as on the "cut off" date i.e. 21st September, 2015 were entitled to vote on the resolutions (item no.1 to 03 as set out in notice to 22nd AGM of the Company).
- III. The votes cast were unblocked on 28th September, 2015 in the presence of 2 witnesses, Mr. Satyam Pathak and Mr. Manan Jain who are not in employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.


Name: Satyam Pathak


Name: Manan Jain

- IV. Thereafter the details containing inter alia, list of Equity Shares Holders, who voted "for", "against" each of the resolutions that were put to vote, were generated from the Remote e-voting website of National Depository System Limited (NDSL) i.e. <https://www.evoting.nsdl.com>. and based on such reports generated, the result of the Remote e-voting is as under:-

Item No. 1:-

Ordinary Resolution to receive, consider and adopt the audited financial statement of the Company for the financial year ended March 31, 2015, the reports of the Board of Directors and Auditors thereon

(i) **Voted in favor of resolution**

Number of members Voted	Number of Votes cast by them	% of total number of Valid votes cast (Favor and Against)
2	4	100



(ii) **Voted against the resolution**

Number of members Voted	Number of Votes cast by them	% of total number of Valid votes cast (Favor and Against)
NIL	NIL	NIL

(iii) **Not Voted**

Total Numbers of members who did not vote	Number of Votes held by them	% of total number of Valid votes cast (Favor and Against)
NIL	NIL	NIL

Item No. 2:-

Ordinary Resolution to appoint a Director in place of Mr. Yogesh Vaidya [DIN: 01185242] who retires by rotation and being eligible, offers himself for re-appointment.

(i) **Voted in favor of resolution**

Number of members Voted	Number of Votes cast by them	% of total number of Valid votes cast (Favor and Against)
2	4	100

(ii) **Voted against the resolution**

Number of members Voted	Number of Votes cast by them	% of total number of Valid votes cast (Favor and Against)
NIL	NIL	NIL



(iii) **Not Voted**

Total Numbers of members who did not vote	Number of Votes held by them	% of total number of Valid votes cast (Favor and Against)
NIL	NIL	NIL

Item No. 3:-

To appoint M/s H.K. Batra & Associates, Chartered Accountants Auditors and fix their remuneration.

(i) **Voted in favor of resolution**

Number of members Voted	Number of Votes cast by them	% of total number of Valid votes cast (Favor and Against)
2	4	100

(ii) **Voted against the resolution**

Number of members Voted	Number of Votes cast by them	% of total number of Valid votes cast (Favor and Against)
NIL	NIL	NIL



(iii) Not Voted

Total Numbers of members who did not vote	Number of Votes held by them	% of total number of Valid votes cast (Favor and Against)
NIL	NIL	NIL

Thanking you,

Yours faithfully,

For Krishna Kumar Sharma & Co.
Company Secretaries



(CS Krishna Kumar Sharma)
Proprietor
C. P. No. : 7747
Place: New Delhi
Date: 29th September, 2015.



Krishna Kumar Sharma & Co.

Company Secretaries

108, Himalaya Palace,

65, Vijay Block, Laxmi Nagar, New Delhi-92

Mobile : 98913-15949, Telefax : 011-47587113

E-mail : kksharmacs@gmail.com, krishna@cskrishna.com

url : cskrishna.com

FORM No. MGT-13

Report of Scrutinizer(s)

[Pursuant to rule section 109 of the Companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rules, 2014]

To

Mr. Yogesh Vaidya

Chairman

22nd Annual General Meeting of the members of STG Lifecare Limited (formerly known as Software Technology Group International Limited) held on 28th Day of September, 2015 at Lok Kala Manch, 20, Lodhi Institutional Area, Lodhi Road, New Delhi- 110003.

Dear Sir,

I, Krishna Kumar Sharma, appointed as Scrutinizer for the purpose of the poll taken on the below mentioned resolution(s), at the 22nd Annual General Meeting of the Equity Shareholders of STG Lifecare Limited (formerly known as Software Technology Group International Limited) (the Company) held on 28th Day of September, 2015 at Lok Kala Manch, 20, Lodhi Institutional Area, Lodhi Road, New Delhi- 110003., submit my report as under:

1. After the time fixed for closing of the poll by the Chairman, one ballot box kept for polling were locked in my presence with due identification marks placed by me.
2. The locked ballot boxes were subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.
3. The poll papers, which were incomplete or which were otherwise found defective have been treated as invalid and kept separately.



4. The result of the Poll is as under:

Item No. 1:-

Ordinary Resolution to receive, consider and adopt the audited financial statement of the Company for the financial year ended March 31, 2015, the reports of the Board of Directors and Auditors thereon

(i) **Voted in favor** of resolution

Number of members Voted	Number of Votes cast by them	% of total number of Valid votes cast (Favor and Against)
3973575	3973575	100

(ii) **Voted against** the resolution

Number of members Voted	Number of Votes cast by them	% of total number of Valid votes cast (Favor and Against)
NIL	NIL	NIL

(iii) **Invalid Votes**

Total Numbers of members whose votes were declared invalid	Total number of votes cast by them
1	297905



Item No. 2:-

Ordinary Resolution to appoint a Director in place of Mr. Yogesh Vaidya [DIN: 01185242] who retires by rotation and being eligible, offers himself for re-appointment.

(i) **Voted in favor of resolution**

Number of members Voted	Number of Votes cast by them	% of total number of Valid votes cast (Favor and Against)
3973575	3973575	100

(ii) **Voted against the resolution**

Number of members Voted	Number of Votes cast by them	% of total number of Valid votes cast (Favor and Against)
NIL	NIL	NIL

(i) **InInvalid Votes**

Total Numbers of members whose votes were declared invalid	Total number of votes cast by them
1	297905



Item No. 3:-

To appoint M/s H.K. Batra & Associates, Chartered Accountants Auditors and fix their remuneration

(i) **Voted in favor** of resolution

Number of members Voted	Number of Votes cast by them	% of total number of Valid votes cast (Favor and Against)
3973575	3973575	100

(ii) **Voted against** the resolution

Number of members Voted	Number of Votes cast by them	% of total number of Valid votes cast (Favor and Against)
NIL	NIL	NIL

(iii) **Invalid Votes**

Total Numbers of members whose votes were declared invalid	Total number of votes cast by them
1	297905



5. The poll papers and all other relevant records were sealed and handed over to the Company Secretary / Director authorized by the Board for safe keeping.

Thanking you,

Yours faithfully,

For Krishna Kumar Sharma & Co.
Company Secretaries



(CS Krishna Kumar Sharma)
Proprietor
C. P. No. : 7747
Place: New Delhi
Date: 29th September, 2015.



Krishna Kumar Sharma & Co. Company Secretaries

108, Himalaya Palace,
65, Vjay Block, Laxmi Nagar, New Delhi-92
Mobile : 98913-15949, Telefax : 011-47587113
E-mail : kksksharmacs@gmail.com, krishna@cskrishna.com
url : cskrishna.com

Scrutinizer's Report-Combined

(Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 (3) (xi) of the Companies
(Management and Administrations) Rules, 2014)

To

The Chairman of 22nd Annual General Meeting of the members of STG Lifecare Limited (formerly known as Software Technology Group International Limited) (the Company) held on 28th Day of September, 2015 at Lok Kala Manch, 20, Lodhi Institutional Area, Lodhi Road, New Delhi- 110003.

Dear Sir,

1. I, Krishna Kumar Sharma, a Company Secretary in practice, have been appointed as a scrutinizer by
 - (i) The board of Directors of STG Lifecare Limited (formerly known as Software Technology Group International Limited) (the Company) for the purpose of scrutinizing the Remote e-voting process and ascertaining the requisite majority on Remote e-voting carried out as per provisions of Section 108 of Companies Act, 2013 read with Rule 20 of the Companies (Management and Administrations) Rules 2014 and
 - (ii) The Chairman of the Annual General meeting (AGM) on poll under the provisions of the section 109 of Companies act 2013 read with Rule 21 of the Companies (Management and Administrations) Rules 2014 (Rules) on the resolutions contained in the notice of the 22nd Annual General Meeting (AGM) of the members of the company held on 28th Day of September, 2015 at Lok Kala Manch, 20, Lodhi Institutional Area, Lodhi Road, New Delhi 110003.
2. The management of the Company is responsible to ensure the compliance with the requirements of Companies Act 2013 and rules relating to voting through electronic means on the resolutions contained in the notice to the 22nd AGM of members of the company. My responsibility as a scrutinizer for the Remote e-voting process is restricted to make a scrutinizer's report of the votes cast "in favor" or "against" the resolution stated above, based on the reports generated from Remote e-voting system provided by National Depository System Limited, the authorized agency to provide Remote e-voting facilities, engaged by the company.



3. I have issued separate scrutinizer's Report dated 29th September, 2015 on the Remote e-voting and on the Poll on the resolutions contained in the Notice of AGM. As requested by Management, I submit herewith combined report on the results of Remote e-voting and Poll at AGM as under:-

Item No. of Notice	Votes in favor of resolution		Votes against the Resolution		Invalid Votes	Total Number of votes casted
	Nos.	% of Total Number of Valid Votes Cast(Favor and Against)	Nos.	% of Total Number of Valid Votes Cast(Favor and Against)	Nos.	
Item No. 1 of Notice (As an Ordinary Resolution)	3973579	100	NIL	NIL	297905	3973579
Item No. 2 of Notice (As an Ordinary Resolution)	3973579	100	NIL	NIL	297905	3973579
Item No. 3 of Notice (As an Ordinary Resolution)	3973579	100	NIL	NIL	297905	3973579

VS

Thanking you,
Yours faithfully,

For Krishna Kumar Sharma & Co.
Company Secretaries

(CS Krishna Kumar Sharma)
Proprietor
C. P. No. : 7747
Place: New Delhi
Date: 29th September, 2015.