



September 10, 2018

To
The Manager- Compliance Department
Bombay Stock Exchange Limited
Floor 25, P. J. Tower, Dalal Street,
Mumbai -400 001

To
The Manager- Compliance Department
National Stock Exchange of India Limited
'Exchange Plaza', Bandra Kurla Complex,
Bandra (East), Mumbai-400 051

BSE Scrip Code: 532761

NSE symbol: HOVS

Subject: Outcome of 30th Annual General Meeting ("AGM") of the Company held on September 10, 2018

Dear Sir/Madam,

Pursuant to the Regulation 30 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 please find enclosed outcome and proceedings of 30th AGM held on September 10, 2018.

Kindly take the same on record.

Thanking you,

Yours faithfully,

For HOV Services Limited

**Bhuvanesh Sharma
VP-Corporate Affairs &
Company Secretary &
Compliance Officer**

Encl: As above

HOV Services Limited

Regd Office : 3rd Floor, Sharda Arcade, Pune Satara Road, Bibwewadi, Pune - 411 037, Maharashtra, INDIA
CIN : L72200PN1989PLC014448 Tel: 91-2024221460, 2067437400 Fax: 91-20 24221470, www.hovsltd.com



GIST OF THE PROCEEDINGS OF THE 30th ANNUAL GENERAL MEETING OF MEMBERS OF HOV SERVICES LIMITED HELD ON MONDAY, THE SEPTEMBER 10, 2018 AT THE SHERATON GRAND PUNE BUND GARDEN HOTEL, RAJA BAHADUR MILL ROAD, PUNE, MAHARASHTRA - 411001 AT 11:00 AM

PRESENT:

Mr. Sunil Rajadhyaksha	Chairman & Executive Director & Shareholder
Mr. Surinder Rametra	Executive Director & Shareholder
Mr. Vikram Negi	Executive Director & Shareholder
Mr. Harish Bhasin	Independent Director & Shareholder
Mrs. Lakshmi Kumar	Independent Director

IN ATTENDANCE:

Mr. Nilesh Bafna	Chief Financial Officer
Mr. Bhuvanesh Sharma	VP-Corporate Affairs & Company Secretary & Compliance Officer

STATUTORY AUDITORS:

Mr. Vinay Somani, Bagaria & Co LLP, Chartered Accountants, Mumbai

SECRETARIAL AUDITORS:

Mr. Jayavant Bhawe, M/s J B Bhawe & Co. Company Secretaries, Pune

SCRUTINIZER APPOINTED BY THE BOARD:

Mr. Prajot Tungare, M/s Prajot Tungare & Associates, Company Secretaries, Pune

Total 62 members attended the 30th Annual General Meeting (the "AGM" or the "Meeting").

Mr. Sunil Rajadhyaksha, Chairman of the Company, occupied the Chair and presided over the Meeting. The Chairman after ascertaining that requisite quorum was present, called the Meeting to order.

The Chairman welcomed the members to the 30th AGM and commenced the proceedings of the Meeting.

The Chairman address the Meeting, several members asked questions which were answered.

The Chairman informed that:

- i) the Company had provided e-voting facility to the Members to cast their votes electronically in respect of 6 agenda business items mentioned in the notice of the AGM;
- ii) the resolution No.3 for appointment of Mr. Rohit Jain as independent director was not considered for voting as Mr. Rohit Jain had resigned and the resignation was accepted by the Board of directors on August 13, 2018;
- iii) the electronic voting (e-voting facility was kept opened for a period of 4 days from Thursday, September 6, 2018 (9:00 AM IST) until Sunday, September 9, 2018 (5:00 PM IST); and
- iv) the facility for voting through ballot form was made available to Members who were present at the Meeting and who had not cast their vote electronically.

HOV Services Limited



The Chairman informed that Mr. Harish Bhasin will be relieved as an Independent Director from the end of business hours of September 10, 2018. The member's placed on record appreciation for his contribution and valuable support extended to the Company at all times during his tenure as an Independent Director of the Company.

He further explained the objective and implication of all the Resolutions before they were put to vote at the Meeting.

Thereafter, the poll process through ballot poll was ordered and the Members voted in the Meeting on all resolutions using ballot form.

It was announced that the e-voting results along with the Scrutinizer's report shall be placed on the website of the Company and the website of the KARVY.

The following items of business as per 30th AGM Notice date July 5, 2018, were transacted at the meeting and the Members passed the following resolution with requisite majority:-

ORDINARY BUSINESS:

1. Adoption of:

- a) the audited financial statements of the Company for the financial year ended March 31, 2018 and the Reports of the Directors' and the Auditors' thereon; and
- b) the audited consolidated financial statements of the Company for the financial year ended March 31, 2018.

2. Re-appointment of Mr. Vikram Negi (DIN: 01639441), who retires by rotation and, being eligible, seeks re-appointment.

SPECIAL BUSINESS:

- 3. Appointment of Mr. Rohit Jain (DIN: 00008596) as an Independent Director of the Company.
As Mr. Rohit Jain had resigned, accepted by the Board of Directors effective August 13, 2018, this resolution No. 3 was not considered for voting and therefore was not put for voting by members.
- 4. Approval of Payment by the Members for Service of Documents.
- 5. Contract of services for revenue in ordinary course of business of the Company with SourceHOV LLC.
- 6. Appointment of Mr. Harjit Singh Anand (DIN: 01549385) as an Independent Director of the Company.

For HOV Services Limited

Bhuvanesh Sharma
VP-Corporate Affairs &
Company Secretary &
Compliance Officer

HOV Services Limited



September 10, 2018

To
The Manager- Compliance Department
Bombay Stock Exchange Limited
Floor 25, P. J. Tower, Dalal Street,
Mumbai -400 001

BSE Scrip Code: 532761

To
The Manager- Compliance Department
National Stock Exchange of India Limited
'Exchange Plaza', Bandra Kurla Complex,
Bandra (East), Mumbai-400 051

NSE symbol: HOVS

Subject: Voting results and Scrutinizer report - 30th Annual General Meeting ("AGM") of the Company held on September 10, 2018

Dear Sir/Madam,

Pursuant to the applicable Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 please find enclosed consolidated voting results on all items of agenda of the 30th AGM held on September 10, 2018.

Also enclosed the Scrutinizer's Report dated September 10, 2018.

Kindly take the same on record.

Thanking you,

Yours faithfully,

For HOV Services Limited

Bhuvanesh Sharma
**VP-Corporate Affairs &
Company Secretary &
Compliance Officer**

Encl: As above

HOV Services Limited

HOV Services Limited
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	HOV SERVICES LTD
Date of the AGM/EGM	10-09-2018
Total number of shareholders on record date	7393
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	6
Public:	56
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable

Resolution No.	1							
Resolution required: (Ordinary/ Special)	ORDINARY - Consider and adopt: a)the audited financial statements for the financial year ended March 31, 2018 and the Reports of the Directors' and the Auditors' Report thereon; and b)the audited consolidated financial statements of the Company for the financial year ended March 31, 2018.							
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	62,27,329	56,13,187	90.1380	56,13,187	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		56,13,187	90.1380	56,13,187	0	100.0000	0.0000
Public- Institutions	E-Voting	15,971	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		0	0	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	63,37,922	64,497	1.0176	64,497	0	100.0000	0.0000
	Poll		27,650	0.4363	27,630	20	99.9276	0.0723
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		92,147	1.4539	92,127	20	99.9783	0.0217
	Total	1,25,81,222	57,05,334	45.3480	57,05,314	20	99.9996	0.0004



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Resolution No.	2							
Resolution required: (Ordinary/ Special)	ORDINARY - Re-appointment of Mr. Vikram Negi (DIN: 01639441), who retires by rotation and, being eligible, seeks re-appointment.							
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	62,27,329	56,13,187	90.1380	56,13,187	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		56,13,187	90.1380	56,13,187	0	100.0000	0.0000
Public- Institutions	E-Voting	15,971	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		0	0	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	63,37,922	64,497	1.0176	64,497	0	100.0000	0.0000
	Poll		27,650	0.4363	27,630	20	99.9276	0.0723
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		92,147	1.4539	92,127	20	99.9783	0.0217
	Total	1,25,81,222	57,05,334	45.3480	57,05,314	20	99.9996	0.0004

Resolution No.	3
Resolution required: (Ordinary/ Special)	ORDINARY- Appointment of Mr. Rohit Jain (DIN: 00008596) as an Independent Director of the Company. <i>*As Mr. Rohit Jain had resigned, accepted by the Board of Directors on August 13, 2018, this resolution No. 3 was not considered for voting.</i>



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Resolution No.	4							
Resolution required: (Ordinary/ Special)	SPECIAL - Approval of Payment by the Members for Service of Documents.							
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	62,27,329	56,13,187	90.1380	56,13,187	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		56,13,187	90.1380	56,13,187	0	100.0000	0.0000
Public- Institutions	E-Voting	15,971	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		0	0	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	63,37,922	64,497	1.0176	64,497	0	100.0000	0.0000
	Poll		27,567	0.4350	27,547	20	99.9274	0.0725
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		92,064	1.4526	92,044	20	99.9783	0.0217
Total		1,25,81,222	57,05,251	45.3474	57,05,231	20	99.9996	0.0004



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Resolution No.	5							
Resolution required: (Ordinary/ Special)	ORDINARY - Contract of services for revenue in ordinary course of business of the Company with SourceHOV LLC.							
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes							
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	62,27,329	55,74,937	89.5237	55,74,937	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		55,74,937	89.5237	55,74,937	0	100.0000	0.0000
Public- Institutions	E-Voting	15,971	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		0	0	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	63,37,922	64,497	1.0176	64,497	0	100.0000	0.0000
	Poll		27,567	0.4350	27,547	20	99.9274	0.0725
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		92,064	1.4526	92,044	20	99.9783	0.0217
	Total	1,25,81,222	56,67,001	45.0433	56,66,981	20	99.9996	0.0004



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Resolution No.	6							
Resolution required: (Ordinary/ Special)	ORDINARY - Appointment of Mr. Harjit Singh Anand (DIN: 01549385) as an Independent Director of the Company.							
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	62,27,329	56,13,187	90.1380	56,13,187	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		56,13,187	90.1380	56,13,187	0	100.0000	0.0000
Public- Institutions	E-Voting	15,971	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		0	0	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	63,37,922	64,497	1.0176	64,497	0	100.0000	0.0000
	Poll		27,567	0.4350	27,547	20	99.9274	0.0725
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		92,064	1.4526	92,044	20	99.9783	0.0217
Total		1,25,81,222	57,05,251	45.3474	57,05,231	20	99.9996	0.0004



Report of Scrutinizer

The Chairman,
HOV Services Limited
3rd Floor, Sharda Arcade,
Pune Satara Road, Bibwewadi,
Pune - 411037

SUBJECT: Thirtieth (30th) Annual General Meeting of the Equity Shareholders of HOV Services Limited (CIN: L72200PN1989PLC014448) held on Monday, 10th of September 2018 at 11:00 A.M. at Sheraton Grand Pune, Raja Bahadur Mill Road, Pune - 411001.

Dear Sir,

I, Prajot Prakash Tungare, Company Secretary in Practice, appointed as Scrutinizer for the purpose of ballot voting and remote e-voting taken on the below mentioned resolutions with respect to the Annual General Meeting of Equity Shareholders of HOV Services Limited (CIN: L72200PN1989PLC014448) held on Monday, 10th September 2018 at 11:00 A.M. at Sheraton Grand Pune, Raja Bahadur Mill Road, Pune - 411001, submit our report as under:

1. The Company has availed remote electronic voting facility for the Shareholders of the Company. The Company had also provided voting by ballot papers to the members who do not have access to remote e-voting facility. The voting period for e-voting commenced on Thursday, 6th September 2018 at 9:00 a.m. and ended on Sunday, 9th September 2018 at 5:00 p.m.
2. After the Annual General Meeting the ballot box kept for voting was immediately opened and the votes cast under remote e-voting facility were unblocked in my presence and in the presence of two witnesses who were shareholders of the Company not in the employment of the Company.
3. The ballot papers were diligently scrutinized. The ballot papers were reconciled with the records maintained by Karvy Computershare Private Limited, the Registrar & Transfer Agents of the Company and the authorizations / proxies lodged with the Company.
4. The ballot papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.
5. Consolidated result of voting through ballot & remote e-voting is as under:



Resolution 1: Consider and adopt Financial Statements

- a) the audited standalone financial statements of the Company for the financial year ended March 31, 2018 and the Reports of the Directors' and the Auditors' thereon; and
- b) the audited consolidated financial statements of the Company for the financial year ended March 31, 2018.

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

Mode of Voting	Number of members voting	Number of votes cast by the members	Percentage of total number of valid votes cast
(1)	(2)	(3)	(4)
Through Ballot Voting	30	27630	0.4842
Through Remote e-voting	12	5677684	99.5153
TOTAL	42	5705314	99.9996

(ii) Voted **against** the resolution

Mode of Voting	Number of members voting	Number of votes cast by the members	Percentage of total number of valid votes cast
(1)	(2)	(3)	(4)
Through Ballot Voting	1	20	0.0004
Through Remote e-voting	-	-	-
TOTAL	1	20	0.0004

(iii) Votes **invalid**

Mode of Voting	Total Number of members whose votes were declared invalid	Total Number of Votes cast by them
(1)	(2)	(3)
Through Ballot Voting	1	5
Through Remote e-voting	-	-
TOTAL	1	5



Resolution 2: To re-appoint Vikram Negi (DIN: 01639441), who retires by rotation and, being eligible, seeks reappointment.

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

Mode of Voting	Number of members voting	Number of votes cast by the members	Percentage of total number of valid votes cast
(1)	(2)	(3)	(4)
Through Ballot Voting	30	27630	0.4842
Through Remote e-voting	12	5677684	99.5153
TOTAL	42	5705314	99.9996

(ii) Voted **against** the resolution

Mode of Voting	Number of members voting	Number of votes cast by the members	Percentage of total number of valid votes cast
(1)	(2)	(3)	(4)
Through Ballot Voting	1	20	0.0004
Through Remote e-voting	-	-	-
TOTAL	1	20	0.0004

(iii) Votes **invalid**

Mode of Voting	Total Number of members whose votes were declared invalid	Total Number of Votes cast by them
(1)	(2)	(3)
Through Ballot Voting	1	5
Through Remote e-voting	-	-
TOTAL	1	5

SPECIAL BUSINESS

Resolution 3: Appointment of Mr. Rohit Jain (DIN: 00008596) as Independent Director of the Company

As Mr. Rohit Jain had resigned, accepted by the board of directors on August 13 2018, this resolution No. 3 was not considered for voting.



(ii) Voted **against** the resolution

Mode of Voting	Number of members voting	Number of votes cast by the members	Percentage of total number of valid votes cast
(1)	(2)	(3)	(4)
Through Ballot Voting	1	20	0.0004
Through Remote e-voting	-	-	-
TOTAL	1	20	0.0004

(iii) Votes **invalid**

Mode of Voting	Total Number of members whose votes were declared invalid	Total Number of Votes cast by them
(1)	(2)	(3)
Through Ballot Voting	1	5
Through Remote e-voting	-	-
TOTAL	1	5

Resolution 6: Appointment of Mr. Harjit Singh Anand (DIN:01549385) as Independent Director of the Company

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

Mode of Voting	Number of members voting	Number of votes cast by the members	Percentage of total number of valid votes cast
(1)	(2)	(3)	(4)
Through Ballot Voting	23	27547	0.4828
Through Remote e-voting	12	5677684	99.5168
TOTAL	35	5705231	99.9996

(ii) Voted **against** the resolution

Mode of Voting	Number of members voting	Number of votes cast by the members	Percentage of total number of valid votes cast
(1)	(2)	(3)	(4)
Through Ballot Voting	1	20	0.0004
Through Remote e-voting	-	-	-
TOTAL	1	20	0.0004



Resolution 4: Approval of Payment by the Members for Service of Documents

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

Mode of Voting	Number of members voting	Number of votes cast by the members	Percentage of total number of valid votes cast
(1)	(2)	(3)	(4)
Through Ballot Voting	23	27547	0.4828
Through Remote e-voting	12	5677684	99.5168
TOTAL	35	5705231	99.9996

(ii) Voted **against** the resolution

Mode of Voting	Number of members voting	Number of votes cast by the members	Percentage of total number of valid votes cast
(1)	(2)	(3)	(4)
Through Ballot Voting	1	20	0.0004
Through Remote e-voting	-	-	-
TOTAL	1	20	0.0004

(iii) Votes **invalid**

Mode of Voting	Total Number of members whose votes were declared invalid	Total Number of Votes cast by them
(1)	(2)	(3)
Through Ballot Voting	1	5
Through Remote e-voting	-	-
TOTAL	1	5

Resolution 5: Contract of services for revenue in ordinary course of business of the Company with SourceHOV LLC

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

Mode of Voting	Number of members voting	Number of votes cast by the members	Percentage of total number of valid votes cast
(1)	(2)	(3)	(4)
Through Ballot Voting	23	27547	0.4861
Through Remote e-voting	11	5639434	99.5136
TOTAL	34	5666981	99.9996



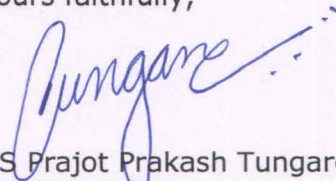
(iii) Votes **invalid**

Mode of Voting	Total Number of members whose votes were declared invalid	Total Number of Votes cast by them
(1)	(2)	(3)
Through Ballot Voting	1	5
Through Remote e-voting	-	-
TOTAL	1	5

6. A Compact Disc (CD) containing a list of equity shareholders who Voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.
7. The ballot papers and all other relevant records are sealed and shall be handed over to the Company Secretary / Director authorized by the Board for safe keeping after signing of the minutes of the said Annual General Meeting.

Thanking you.

Yours faithfully,


CS Prajot Prakash Tungare
Scrutinizer
Company Secretary in Practice
Membership No: 5484
CP No: 4449



Date: 10th September, 2018
Place: Pune