Registered Office : Zensar Technologies Ltd., Zensar Knowledge Park, Plot No. 4, MIDC Kharadi,
Off Nagar Road, Pune 411014, India Tel +91(20) 66074000, 27004000 Fax +91 (20) 66057888 CIN: L72200PN1963PLC012621

Date: July 21, 2017

BSE Limited
Corporate Service Department,
1st Floor, P. J. Towers,
Dalal Street,
Mumbai 400 001

Fax: (022) 2272 2039/2272 3121

Scrip ID: ZENSARTECH
Scrip Code: 504067

The National Stock Exchange of India Ltd.
Exchange Plaza, 3rd floor,
Plot No. C/1, 'G' block,
Bandra Kurla Complex, Bandra (E),
Mumbai 400 051

Fax: (022) 26598237/26598238

Symbol: ZENSARTECH
Series: EQ

Sub: Voting Results for 54th Annual General Meeting (E-voting and Poll).

Dear Sir(s),

This is in furtherance to our letter dated 20th July, 2017 regarding outcome submitted to the Exchanges of 54th Annual General Meeting of the Company held at the Registered Office.

In pursuance of Regulation 44(3) of Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, the voting results (E-voting and poll) of the 54th Annual General Meeting is attached herewith along with the Report of Scrutinizer.

You are requested to kindly take the same on your record.

Thanking you,

Yours sincerely,
For **Zensar Technologies Limited**

Nilesh Limaye
Company Secretary
Mem. No. A4075

ZENSAR TECHNOLOGIES LTD. PUNE 411014

VOTING RESULTS FOR 54th ANNUAL GENERAL MEETING

Name of the Company: ZENSAR TECHNOLOGIES LIMITED

Date of Declaration of Result: 19th July, 2017

Date of AGM ~~/ EGM~~	**19th July, 2017**
Total Number of Shareholders on Record Date	**23,496**
No. of Shareholders present in the meeting either in person or through proxy:	
- Promoters and Promoter Group:	**00**
- Public	**50**
No. of Shareholders attended the meeting through Video Conferencing:	
- Promoters and Promoter Group:	**Nil**
- Public	**Nil**

ZENSAR TECHNOLOGIES LTD. PUNE 411014

ZENSAR TECHNOLOGIES LTD

Date of the AGM/EGM	20/07/2017
Total number of shareholders on record date	23496
No. of shareholders present in the meeting either in person or throught proxy:	**50**
Promoters and promoter Group:	0
Public:	50
No. of shareholders attended the meeting throught Video Conferencing:	**NOT ARRANGED**
Promoters and promoter Group:	
Public:	

Resolution 1 :Adoption of Annual Accounts for the financial year ended 31st March, 2017.

Resolution required :(Ordinary / Special)	**Ordinary Resolution**
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 favor (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 & Promoter Group	E-VOTING	21860607	21860607	100.00	21860607	0	100.00	0.00
	POLL	21860607	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	21860607	0	0.00	0	0	0.00	0.00
	TOTAL	21860607	21860607	100.00	21860607	0	100.00	0.00
Public - Institutions	E-VOTING	7885629	4322821	54.82	4322821	0	100.00	0.00
	POLL	7885629	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	7885629	0	0.00	0	0	0.00	0.00
	TOTAL	7885629	4322821	54.82	4322821	0	100.00	0.00
Public-Non Institutions	E-VOTING	15138526	10346066	68.34	10346066	0	100.00	0.00
	POLL	15138526	5486	0.04	5486	0	100.00	0.00
	POSTAL BALLOT	15138526	0	0.00	0	0	0.00	0.00
	TOTAL	15138526	10351552	68.38	10351552	0	100.00	0.00
TOTAL		44884762	36534980	81.40	36534980	0	100.00	0.00

ZENSAR TECHNOLOGIES LTD. PUNE 411014

Resolution 2 :Confirmation of Interim Dividend and declaration of Final Dividend for financial year ended 31st March, 2017.

Resolution required :(Ordinary / Special)	**Ordinary Resolution**
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 favor (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 & Promoter Group	E-VOTING	21860607	21860607	100.00	21860607	0	100.00	0.00
	POLL	21860607	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	21860607	0	0.00	0	0	0.00	0.00
	TOTAL	21860607	21860607	100.00	21860607	0	100.00	0.00
Public - Institutions	E-VOTING	7885629	4322821	54.82	4322821	0	100.00	0.00
	POLL	7885629	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	7885629	0	0.00	0	0	0.00	0.00
	TOTAL	7885629	4322821	54.82	4322821	0	100.00	0.00
Public-Non Institutions	E-VOTING	15138526	10346066	68.34	10346066	0	100.00	0.00
	POLL	15138526	5486	0.04	5486	0	100.00	0.00
	POSTAL BALLOT	15138526	0	0.00	0	0	0.00	0.00
	TOTAL	15138526	10351552	68.38	10351552	0	100.00	0.00
TOTAL		44884762	36534980	81.40	36534980	0	100.00	0.00

ZENSAR TECHNOLOGIES LTD. PUNE 411014

Resolution 3 :Reappointment of Mr. Shashank Singh who retires by rotation and being eligible offers himself for reappointment.

Resolution required :(Ordinary / Special)	**Ordinary Resolution**
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 favor (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 & Promoter Group	E-VOTING	21860607	21860607	100.00	21860607	0	100.00	0.00
	POLL	21860607	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	21860607	0	0.00	0	0	0.00	0.00
	TOTAL	21860607	21860607	100.00	21860607	0	100.00	0.00
Public - Institutions	E-VOTING	7885629	4322821	54.82	993580	3329241	22.99	77.02
	POLL	7885629	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	7885629	0	0.00	0	0	0.00	0.00
	TOTAL	7885629	4322821	54.82	993580	3329241	22.98	77.02
Public-Non Institutions	E-VOTING	15138526	10346066	68.34	10346066	0	100.00	0.00
	POLL	15138526	5486	0.04	5486	0	100.00	0.00
	POSTAL BALLOT	15138526	0	0.00	0	0	0.00	0.00
	TOTAL	15138526	10351552	68.38	10351552	0	100.00	0.00
TOTAL		44884762	36534980	81.40	33205739	3329241	90.89	9.11



Resolution 4 :Appointment of Deloitte Haskins and Sells LLP as Statutory Auditors.

Resolution required :(Ordinary / Special)	**Ordinary Resolution**
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 favor (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 & Promoter Group	E-VOTING	21860607	21860607	100.00	21860607	0	100.00	0.00
	POLL	21860607	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	21860607	0	0.00	0	0	0.00	0.00
	TOTAL	21860607	21860607	100.00	21860607	0	100.00	0.00
Public - Institutions	E-VOTING	7885629	4322821	54.82	4322821	0	100.00	0.00
	POLL	7885629	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	7885629	0	0.00	0	0	0.00	0.00
	TOTAL	7885629	4322821	54.82	4322821	0	100.00	0.00
Public-Non Institutions	E-VOTING	15138526	10346066	68.34	10346066	0	100.00	0.00
	POLL	15138526	5486	0.04	5486	0	100.00	0.00
	POSTAL BALLOT	15138526	0	0.00	0	0	0.00	0.00
	TOTAL	15138526	10351552	68.38	10351552	0	100.00	0.00
TOTAL		44884762	36534980	81.40	36534980	0	100.00	0.00



Resolution 5 :Adoption of new set of Articles of Association.

Resolution required :(Ordinary / Special)	**Special Resolution**
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 favor (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 & Promoter Group	E-VOTING	21860607	21860607	100.00	21860607	0	100.00	0.00
	POLL	21860607	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	21860607	0	0.00	0	0	0.00	0.00
	TOTAL	21860607	21860607	100.00	21860607	0	100.00	0.00
Public - Institutions	E-VOTING	7885629	4307728	54.63	4270306	37422	99.13	0.87
	POLL	7885629	0	0.00	0	0	0.00	0.00
	POSTAL BALLOT	7885629	0	0.00	0	0	0.00	0.00
	TOTAL	7885629	4307728	54.63	4270306	37422	99.13	0.87
Public-Non Institutions	E-VOTING	15138526	10346066	68.34	10346066	0	100.00	0.00
	POLL	15138526	5486	0.04	5486	0	100.00	0.00
	POSTAL BALLOT	15138526	0	0.00	0	0	0.00	0.00
	TOTAL	15138526	10351552	68.38	10351552	0	100.00	0.00
TOTAL		44884762	36519887	81.36	36482465	37422	99.90	0.10



SVD & Associates
Company Secretaries
4th Floor, Vedwati Apartments, Shivajinagar, Pune – 411005
Ph. : 020 69000666, E-mail: deulkarcs@gmail.com

To
The Chairman of the Meeting,
54th Annual General Meeting,
Zensar Technologies Limited,
Zensar Knowledge Park, Kharadi,
Plot No. 4, MIDC, off Nagar Road,
Pune- 411014

Sub: Results of E-voting and voting by Insta Poll.

Dear Sir,

I undersigned, Sridhar Mudaliar, Partner, SVD & Associates, Company Secretaries, have been appointed as Scrutinizer of Zensar Technologies Limited ("the Company") for scrutinizing the e-voting process (during July16, 2017 to July18, 2017) and poll through electronic voting system (Insta Poll) (at 54th Annual General Meeting (AGM) held on July 19, 2017) conducted as per the provisions of the Companies Act, 2013.

The Compliance with the provisions of the Companies Act, 2013 and the rules made thereunder and SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015 relating to voting through electronic means (by remote e-voting), and Insta Poll by the shareholders on the resolutions proposed in the Notice of the 54th Annual General Meeting of the Company is the responsibility of the Management. My responsibility as a Scrutinizer is to ensure that the voting process through remote e-voting and by Insta Poll at AGM are conducted in a fair and transparent manner and render consolidated scrutinizer's report of the total votes cast in favour or against if any, to the Chairman on the resolutions, based on the reports generated from the electronic voting system provided by Central Depository Services (India) Limited ("CDSL") and the report of Insta Poll at the meeting:

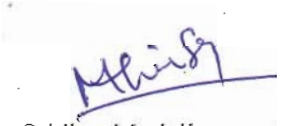
I hereby enclose below reports relating to the voting on the resolutions proposed at the 54th Annual General Meeting of the Company held on July 19, 2017:

a) Report on E-voting;
b) Report on Insta Poll; and
c) Combined report of e-voting and Insta Poll

I hereby declare that Resolution Nos. 1, 2 and 4 have been passed unanimously and Resolution Nos. 3 and 5 have been passed by requisite majority as per the aforesaid Notice of the Annual General Meeting of the Company.

Thanking you,
Yours faithfully,

For SVD & Associates



Sridhar Mudaliar
Partner
FCS No. 6156
C. P. No. 2664
Place: Pune
Date: July 20, 2017

Sridhar Mudaliar
Practicing Company Secretary
22-A, Hanuman Nagar, Off: Senapati Bapat Road, Model Colony, Pune- 411016

Combined Report
Zensar Technologies Limited
Annual General Meeting held on 19th July, 2017

Sr. No	Resolutions	E - voting		Voting by Insta poll		Total		Result
		No. of Votes		No. of Votes		No. of Votes		
		For	Against	For	Against	For	Against	
1	**Ordinary Resolution:** To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended 31st March, 2017 and the Auditors' Report thereon and the Report of the Directors along with the Audited Consolidated Financial Statements of the Company for the Financial Year ended 31st March, 2017 and the Auditors' Report thereon	36529494	0	5486	0	36534980	0	Resolution passed unanimously
2	**Ordinary Resolution:** To confirm payment of Interim Dividend and to declare a Final Dividend on Equity Share Capital of the Company for the Financial Year ended 31st March, 2017	36529494	0	5486	0	36534980	0	Resolution passed unanimously
3	**Ordinary Resolution:** To re-appoint Mr. Shashank Singh (DIN02826978), who retires by rotation, and being eligible, offers himself for Re- appointment	33200253	3329241	5486	0	33205739	3329241	Resolution passed with requisite majority
4	**Ordinary Resolution:** To appoint M/s Deloitte Haskins and Sells LLP as Statutory Auditors, Chartered Accountants, having ICAI Firm Registration No. 117366W/W-100018, as the Auditors of the Company, in place of retiring Statutory Auditors, M/s Price Waterhouse, to hold office from the conclusion of this Annual General Meeting until the conclusion of the Annual General Meeting to be held in the year 2022 and fix their remuneration.	36529494	0	5486	0	36534980	0	Resolution passed unanimously
5	**Special Resolution:** To adopt a new set of Articles of Association	36476979	37422	5486	0	36482465	37422	Resolution passed with requisite majority

Date: 20 July, 2017
Place: Pune

SRIDHAR G. MUDALIAR ★ FCS 6156 C.P. 2664 ★ Company Secretary

Sridhar Mudaliar
M.Com, LL.B., F.C.S.

Company Secretary

22-A, Hanuman Nagar,
Off: Senapati Bapat Road,
Model Colony, Pune- 411016
Tel: 25655319

Report of Scrutinizer

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014 (Amendments Rules 2015)]

To,

The Chairman of the Meeting,

54th Annual General Meeting of the Equity shareholders of Zensar Technologies Limited held on Wednesday, July 19, 2017 at 12:00 Noon at the Registered Office of the Company at Zensar Knowledge Park, Plot # 4, MIDC, Kharadi, Off Nagar Road, Pune 411 014.

Dear Sir,

I, Sridhar Mudaliar, Partner, SVD & Associates, Company Secretaries, have been appointed as scrutinizer of Zensar Technologies Limited ("the Company") for the purpose of scrutinizing the e-voting process in a fair and transparent manner & ascertaining the requisite majority on e-voting carried out as per the provisions of Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 (Amendments Rules, 2015) on below mentioned resolutions, at the 54th Annual General Meeting of the Equity shareholders of Zensar Technologies Limited held on Wednesday, July 19, 2017 at 12:00 Noon at the Registered Office of the Company at Zensar Knowledge Park, Plot # 4, MIDC , Kharadi, Off Nagar Road, Pune- 411 014. I submit my report as under:

1. The e-voting period remained open from July 16, 2017 (9.00 a.m.) to July 18, 2017(5.00 p.m.).

2. The shareholders holding shares as on the "cut off" date i.e. July 12, 2017were entitled to vote on the proposed resolutions (item no. 1 to 5 as set out in the Notice of the 54th Annual General Meeting (AGM) of Zensar Technologies Limited.)

SRIDHAR G. MUDALIAR FCS C.P. Company Secretary

3. The votes were unblocked on July19, 2017 at around 1.39 PM in the presence of two witnesses, Gargi Ghatpande (Sinhagad Road, Anand Nagar Pune- 411051) and Ishita Pathak (Sus Road, Pashan, Pune - 411021) who are not in the employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

4. Thereafter, the details containing, inter-alia, list of equity shareholders, who voted "for" and "Against", were downloaded from the e-voting website of Central Depository Services Limited ("CDSL").

Name: Ishita Pathak
Sus Road, Pashan,
Pune - 411021.

Name: Gargi Ghatpande
Sinhgad Road, Anandnagar
Pune - 411051

SRIDHAR G. MUDALIAR
Company Secretary
FCS 6156

5. The result of the e-voting is as under:

a) **Ordinary Resolution 1** – To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended 31st March, 2017 and the Auditors' Report thereon and the Report of the Directors along with the Audited Consolidated Financial Statements of the Company for the Financial Year ended 31st March, 2017 and the Auditors' Report thereon.

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

Number of members voted through electronic voting system	Number of votes cast in favour of resolution	% of total number of valid votes cast
85	36529494	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
NA	NA	NA

(iii) **Not voted/Invalid** votes:

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

b) **Ordinary Resolution 2** – To confirm payment of Interim Dividend and to declare a Final Dividend on Equity Share Capital of the Company for the Financial Year ended 31st March, 2017.



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

Number of members voted through electronic voting system	Number of votes cast in favour of resolution	% of total number of valid votes cast
85	36529494	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
NA	NA	NA

(iii) **Not voted/Invalid** votes:

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

c) **Ordinary Resolution** 3 – To re-appoint Mr. Shashank Singh (DIN02826978), 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 resolution	% of total number of valid votes cast
43	33200253	90.88%

(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
42	3329241	9.11

SRIDHAR G. MUDALIAR Company Secretary

(iii) **Not voted/Invalid** votes:

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

d) **Ordinary Resolution 4** – To appoint M/s Deloitte Haskins and Sells LLP as Statutory Auditors, Chartered Accountants, having ICAI Firm Registration No. 117366W/W-100018, as the Auditors of the Company, in place of retiring Statutory Auditors, M/s Price Waterhouse, to hold office from the conclusion of this Annual General Meeting until the conclusion of the Annual General Meeting to be held in the year 2022 and fix their remuneration.

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

Number of members voted through electronic voting system	Number of votes cast in favour of resolution	% of total number of valid votes cast
85	36529494	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
NA	NA	NA

(iii) **Not voted/Invalid** votes:

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

e) **Special Resolution 5** –To adopt a new set of Articles of Association.

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

Number of members voted through electronic voting system	Number of votes cast in favour of resolution	% of total number of valid votes cast
81	36476979	99.85%

(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	37422	0.10%

(iii) **Not voted/Invalid** votes:

Total number of members whose votes were declared invalid	No of shares held by them/Total number of votes cast by them
3	15093

6. The register, all other papers and relevant records relating to electronic voting shall remain in my safe custody until the Chairman considers, approves, signs the Minutes of the aforesaid Annual General Meeting and the same will be handed over to the Company Secretary for safe keeping.

Thanking you,

Yours faithfully,

SRIDHAR G. MUDALIAR FCS 6156 C.P. 2664 Company Secretary

Sridhar Mudaliar

Practicing Company Secretary

FCS. No. 6156

C. P. No. 2664

Place: Pune

Date: July 20, 2017

Sridhar Mudaliar
M.Com. LL.B., F.C.S.

Company Secretary

22-A, Hanuman Nagar,
Off: Senapati Bapat Road,
Model Colony, Pune- 411016
Tel: 25655319

Report of Scrutinizer

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

To,

The Chairman of the Meeting,

54th Annual General Meeting of the Equity shareholders of Zensar Technologies Limited held on Wednesday, July 19, 2017 at 12:00 Noon at the Registered Office of the Company at Zensar Knowledge Park, Plot # 4, MIDC, Kharadi, Off Nagar Road, Pune 411 014.

Dear Sir,

I, Sridhar Mudaliar, Partner, SVD & Associates, Company Secretaries have been appointed as scrutinizer of Zensar Technologies Limited ("the Company") for the purpose of the poll through electronic voting system (hereinafter referred as "Insta Poll") on below mentioned resolution(s), at the 54th Annual General Meeting of the Equity shareholders of Zensar Technologies Limited held on Wednesday, July 19, 2017 at12:00 Noon at the Registered Office of the Company at Zensar Knowledge Park, Plot # 4, MIDC Kharadi, Off Nagar Road, Pune 411 014. The mode of voting for all resolutions was through Insta poll.

I submit my report as under:

1. The result of the Insta Poll is as under:

   a) **Ordinary Resolution No. 1** – To receive, consider and adopt the Audited Financial Statements of the Company for the Financial Year ended 31st March, 2017 and the Auditors' Report thereon and the Report of the Directors along with the Audited Consolidated Financial Statements of the Company for the Financial Year ended 31st March, 2017 and the Auditors' Report thereon.

SRIDHAR G. MUDALIAR ★ Company Secretary ★

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

Number of members present and voting (in person or by proxy)	Number of votes cast in favour of the resolution	% of total number of valid votes cast
43	5486	100%

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

Number of members present and voting (in person or by proxy)	Number of votes cast against the resolution	% of total number of valid votes cast
NA	NA	NA

(iii) **Not voted/Invalid** votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
7	912

"*" 7 shareholders votes stands rejected due to signature mismatch.

b) **Ordinary Resolution No. 2** – To confirm payment of Interim Dividend and to declare a Final Dividend on Equity Share Capital of the Company for the Financial Year ended 31st March, 2017..

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

Number of members present and voting (in person or by proxy)	Number of votes cast in favour of the resolution	% of total number of valid votes cast
43	5486	100%

SRIDHAR G. MUDALIAR FCS 7176 C.P. 8664 Company Secretary

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

Number of members present and voting (in person or by proxy)	Number of votes cast against the resolution	% of total number of valid votes cast
NA	NA	NA

(iii) **Not voted/Invalid** votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
7	912

"*" 7 shareholders votes stands rejected due to signature mismatch.

c) **Ordinary Resolution No. 3** – To re-appoint Mr. Shashank Singh (DIN02826978), who retires by rotation, and being eligible, offers himself for Re- appointment..

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

Number of members present and voting (in person or by proxy)	Number of votes cast in favour of the resolution	% of total number of valid votes cast
43	5486	100%

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

Number of members present and voting (in person or by proxy)	Number of votes cast against the resolution	% of total number of valid votes cast
NA	NA	NA

SRIDHAR G. MUDALIAR FCS C.P. 2664 Company Secretary

(iii) **Not voted/Invalid** votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
7*	912

"*" 7 shareholders votes stands rejected due to signature mismatch..

d) **Ordinary Resolution No. 4** – To appoint M/s Deloitte Haskins and Sells LLP as Statutory Auditors, Chartered Accountants, having ICAI Firm Registration No. 117366W/W-100018, as the Auditors of the Company, in place of retiring Statutory Auditors, M/s Price Waterhouse, to hold office from the conclusion of this Annual General Meeting until the conclusion of the Annual General Meeting to be held in the year 2022 and fix their remuneration..

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

Number of members present and voting (in person or by proxy)	Number of votes cast in favour of the resolution	% of total number of valid votes cast
43	5486	100%

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

Number of members present and voting (in person or by proxy)	Number of votes cast against the resolution	% of total number of valid votes cast
NA	NA	NA

(iii) **Not voted/Invalid** votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
7*	912

"*"7 shareholders votes stands rejected due to signature mismatch..

e) **Special Resolution No. 5** –To adopt a new set of Articles Of Association.

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

Number of members present and voting (in person or by proxy)	Number of votes cast in favour of the resolution	% of total number of valid votes cast
43	5486	100%

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

Number of members present and voting (in person or by proxy)	Number of votes cast against the resolution	% of total number of valid votes cast
NA	NA	NA

(iii) **Not voted/Invalid** votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
7*	912

"*" 7 shareholders votes stands rejected due to signature mismatch.

2. The Insta Poll facility was provided by Central Depository Services (India)Limited.

3. A list of equity shareholders who voted " FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed

4. The electronic data and other relevant records relating to voting shall remain in my safe custody until the Chairman considers, approves, signs the Minutes of the aforesaid Annual General Meeting and the same will be handed over to the Company Secretary for safe keeping

Thanking you,
Yours faithfully,



Sridhar Mudaliar
Practicing Company Secretary
FCS No. 6156
C. P. No. 2664
Place: Pune
Date: July 20, 2017