

September 14, 2016

To
The Manager – Listing
BSE Limited
The National Stock Exchange of India Limited

Dear Sir/Madam,

Sub: Regulation 44 of the SEBI (LODR), Regulations, 2015- Annual General Meeting- Voting Results

In accordance with Regulation 44 of the SEBI (LODR), Regulations, 2015, below are the details of the voting results on resolutions passed by the shareholders through e-voting and through poll, at the Twenty Second Annual General Meeting ('AGM') of Subex Limited ('the Company') held on September 12, 2016.

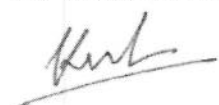
Sl. No.	Description	Particulars		
A	Date of AGM	September 12, 2016		
B	Book-Closure Date	September 6, 2016 to September 12, 2016 (both days inclusive)		
C	Total no. of shareholders on cut-off date	1,02,642		
D	No. of Shareholders present in the meeting either in person or through proxy	54		
	Shareholders	In Person	Proxy	Total
	Promoters and Group	NIL	NIL	NIL
	Public	54	NIL	54
	Total	54	NIL	54
E	No. of Shareholders attended the meeting through Video Conferencing	NA		
	Shareholders	In Person	Proxy	Total
	Promoters and Group	NA	NA	NA
	Public	NA	NA	NA
	Total	NA	NA	NA

The Promoter/Promoter Group are not interested in any of the resolutions considered at the AGM.

The details of each agenda item and the Report of the Scrutinizer are enclosed hereto. We request you to take the aforesaid notification on record.

Thanking you.

Yours Truly,
For Subex Limited




Ganesh K V
Chief Financial Officer, Global Head – Legal & Company Secretary

SCRUTINIZER'S REPORT

To:
Chairman
22nd Annual General Meeting
Subex Limited
RMZ Ecoworld, Outer Ring Road,
Devarabisanahalli, Bangalore -560103

Date: 12th September, 2016

Dear Sir,

Subject: Consolidated Scrutinizer's Report on remote E-Voting conducted pursuant to the provision of Section 108 of the Companies Act, 2013 and Rule 20(xi) of the Companies (Management and Administration) Rules, 2014, and voting at the 22nd Annual General Meeting (AGM) of the Subex Limited held on Monday, 12th September, 2016 at 2.00 p.m.

I, CS Biswajit Ghosh, Partner, HBP & Co, Practicing Company Secretaries, Bangalore, being appointed as Scrutinizer by the Board of Directors of Subex Limited, pursuant to Section 108 of the Companies Act, 2013 and Rule 20(xi) of the Companies (Management and Administration) Rules, 2014 (as amended) to conduct the voting and remote E-Voting process in respect of the below mentioned resolutions proposed at the Twenty Second Annual General Meeting of the members of Subex Limited held on Monday, 12th September, 2016 at 2.00 p.m.

I was also appointed as the Scrutinizer to conduct the Poll process in respect of the voting at the said Annual General Meeting held on 12th September, 2016.

The votes were unblocked on 12th September 2016 at 02.58 p.m. in the presence of two witnesses, viz., Ms. Surbhi Sharma currently residing at No.611, Ideal Home Society, Daga Springs Apartments, Flat No. S-4, Rajarajeswari Nagar, Bangalore-560098 and Mr. Shivaram Hegde currently residing at No.1133/1170, Ground Floor, Nehru South End Road, 2nd Phase Girinagar, Bangalore-560085 who are not in employment of the Company.



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The Company had availed the e-voting facility offered by National Securities Depository Limited (NSDL) for conducting remote e-voting by the shareholders of the company.

The Annual General Meeting had also provided voting facility to the shareholders present at the meeting and who had not cast their vote earlier through remote e-voting facility.

The shareholders of the Company holding shares as on the cutoff date of 05th September, 2016 were entitled to vote on the resolutions as contained in the notice of the Annual General Meeting.

The voting period for remote e-voting commenced on Friday, 09th September, 2016 (9.00 a.m. IST) and ended on Sunday, 11th September, 2016 (5.00 p.m. IST) and the e-voting module was blocked by NSDL thereafter.

After the closure of the voting at the Annual General Meeting, the report on the said voting taken at the meeting was generated in my presence and the voting was diligently scrutinized.

The votes cast under remote e-voting facility were thereafter unblocked in the presence of the two witnesses who are not in the employment of the company and after the conclusion of the voting at the Annual General Meeting the votes cast there under were counted.

With respect to Poll, after the time fixed for closing of the poll by the Chairman, the ballot box was opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company/Registrar and Transfer Agents of the Company and the authorizations/proxies lodged with the Company. There was no polling paper which was incomplete or found defective.

I have scrutinized and reviewed the remote e-voting and votes tendered therein based on the download from the NSDL e-voting system and Poll at the meeting.

I now submit my consolidated report as under on the result of the remote e- voting, and ballot papers at the meeting in respect of the said resolutions.



Resolution No. 1 - As an Ordinary Resolution -Adoption of Financial Statement

(i) Voting "*in Favour*" of the resolution

	Total Number of members exercised their votes(in person or proxy)	Total Number of votes cast by them(shares)	% of total number of valid votes cast
Remote e- voting	110	50291040	99.829
Voting at the meeting	48	85708	0.170
Total	158	50376748	99.999

(ii) Voted "*against*" the resolution

	Total Number of members exercised their votes(in person or proxy)	Total Number of votes cast by them(shares)	% of total number of valid votes cast
Remote e- voting	1	307	0.001
Voting at the meeting	0	0	0
Total	1	307	0.001

(iii) *Invalid Votes*

	Total Number of members exercised their votes(in person or proxy)	Total number of votes cast by them(shares)
Remote e- voting	0	0
Voting at the meeting	0	0
Total	0	0



Resolution No. 2 - As an Ordinary Resolution -Re-appointment of Director retiring by Rotation, Mr.Surjeet Singh

(i) Voting "*in Favour*" of the resolution

	Total Number of members exercised their votes(in person or proxy)	Total Number of votes cast by them(shares)	% of total number of valid votes cast
Remote e- voting	101	49849169	99.127
Voting at the meeting	48	85708	0.170
Total	149	49934877	99.297

(ii) Voted "*against*" the resolution

	Total Number of members exercised their votes(in person or proxy)	Total Number of votes cast by them(shares)	% of total number of valid votes cast
Remote e- voting	8	353528	0.703
Voting at the meeting	0	0	0
Total	8	353528	0.703

(iii) *Invalid Votes*

	Total Number of members exercised their votes(in person or proxy)	Total number of votes cast by them(shares)
Remote e- voting	0	0
Voting at the meeting	0	0
Total	0	0



Resolution No. 3 - As an Ordinary Resolution - Ratification of appointment of Statutory Auditors

(i) Voting "*in Favour*" of the resolution

	Total Number of members exercised their votes(in person or proxy)	Total Number of votes cast by them(shares)	% of total number of valid votes cast
Remote e- voting	104	50285244	99.820
Voting at the meeting	48	85708	0.170
Total	152	50370952	99.990

(ii) Voted "*against*" the resolution

	Total Number of members exercised their votes(in person or proxy)	Total Number of votes cast by them(shares)	% of total number of valid votes cast
Remote e- voting	4	4907	0.010
Voting at the meeting	0	0	0
Total	4	4907	0.010

(iii) *Invalid Votes*

	Total Number of members exercised their votes(in person or proxy)	Total number of votes cast by them(shares)
Remote e- voting	0	0
Voting at the meeting	0	0
Total	0	0




Resolution No.4 - As an Ordinary Resolution - Appointment of Independent Director, Ms.Priyanka Roy.

(i) Voting "*in Favour*" of the resolution

	Total Number of members exercised their votes(in person or proxy)	Total Number of votes cast by them(shares)	% of total number of valid votes cast
Remote e- voting	101	50494949	99.810
Voting at the meeting	48	85708	0.169
Total	149	50580657	99.980

(ii) Voted "*against*" the resolution

	Total Number of members exercised their votes(in person or proxy)	Total Number of votes cast by them(shares)	% of total number of valid votes cast
Remote e- voting	10	10251	0.020
Voting at the meeting	0	0	0
Total	10	10251	0.020

(iii) Invalid Votes

	Total Number of members exercised their votes(in person or proxy)	Total number of votes cast by them(shares)
Remote e- voting	0	0
Voting at the meeting	0	0
Total	0	0



Resolution No.5 -As a Special Resolution- Alteration of Articles of Association

(i) Voting "*in Favour*" of the resolution

	Total Number of members exercised their votes(in person or proxy)	Total Number of votes cast by them(shares)	% of total number of valid votes cast
Remote e- voting	102	49935337	99.125
Voting at the meeting	48	85708	0.170
Total	150	50021045	99.296

(ii) Voted "*against*" the resolution

	Total Number of members exercised their votes(in person or proxy)	Total Number of votes cast by them(shares)	% of total number of valid votes cast
Remote e- voting	7	354835	0.704
Voting at the meeting	0	0	0
Total	7	354835	0.704

(iii) Invalid Votes

	Total Number of members exercised their votes(in person or proxy)	Total number of votes cast by them(shares)
Remote e- voting	0	0
Voting at the meeting	0	0
Total	0	0



Resolution No.6 - As a Special Resolution - Re-appointment of Mr.Surjeet Singh as Managing Director and CEO of the Company

(i) Voting “*in Favour*” of the resolution

	Total Number of members exercised their votes(in person or proxy)	Total Number of votes cast by them(shares)	% of total number of valid votes cast
Remote e- voting	106	50497399	99.820
Voting at the meeting	48	85708	0.169
Total	154	50583107	99.989

(ii) Voted “*against*” the resolution

	Total Number of members exercised their votes(in person or proxy)	Total Number of votes cast by them(shares)	% of total number of valid votes cast
Remote e- voting	5	5322	0.011
Voting at the meeting	0	0	0
Total	5	5322	0.011

(iii) Invalid Votes

	Total Number of members exercised their votes(in person or proxy)	Total number of votes cast by them(shares)
Remote e- voting	0	0
Voting at the meeting	0	0
Total	0	0

The Register, all other papers and relevant records relating to remote e voting and voting at the meeting shall remain in our safe custody until the Chairman considers, approves and signs the minutes of the aforesaid Annual General meeting and thereafter the same would be handed over to the to the Company Secretary of the Company for the safe keeping.

Based on the above information, you may kindly announce the results.

Thanking You,

Yours faithfully,



CS Biswajit Ghosh

Partner

HBP & Co.,

Company Secretaries

(Membership No. FCS: 8750 C.P.No:8239)



Date: 12th September, 2016

Place: Bangalore

We the undersigned witnesseth that the votes were unblocked from the e-voting website of National Securities Depository Limited (NSDL) ([https:// www.evoting.nsdl.com](https://www.evoting.nsdl.com)) in our presence.

Surbhi Sharma

Ms. Surbhi Sharma

No.611, Ideal Home Society,

Daga Springs Appartments,

Flat No. S-4, Rajarajeswari Nagar,

Bangalore- 560098



Mr. Shivaram Hegde

No.1133/1170, Ground Floor,

Nehru South End Road, 2nd Phase

Girinagar, Bangalore-560085