

1st October, 2015

The Executive Director,
BSE Limited
Corporate Relationship Department,
1st Floor, New Trading Ring,
Rotunda Bldg., P.J. Towers,
Dalal Street, Mumbai 400 001

The Executive Director,
National Stock Exchange of India Ltd.
Exchange Plaza,
Bandra Kurla Complex,
Bandra (East),
Mumbai 400 051

Scrip Code: **532268**

Scrip Code: **ACCELYA**

Dear Sir,

SUB: PROCEEDINGS OF THE 29TH ANNUAL GENERAL MEETING HELD ON 30TH SEPTEMBER, 2015

The 29th Annual General Meeting of the Company was held on Wednesday, the 30th September, 2015 at 12.00 noon at Mahratta Chamber of Commerce, Industries and Agriculture, Tilak Road, Pune – 411 002.

As per the attendance register 45 members attended the meeting in person and 2 persons attended the meeting as proxies.

Mr. Philippe Lesueur, Chairman welcomed the members and introduced the Directors present on the dais and informed the reasons for absence of two directors.

The Chairman, informed the members that Register of Contracts or Arrangements in which Directors are Interested under Section 189 of the Companies Act, 2013 ("the Act") and the Register of Directors and Key Managerial Personnel and their Shareholding under Section 170 of the Act were open for inspection of the members.

The Chairman, with the permission of the members, took the notice convening the 29th Annual General Meeting as read. The Statutory Audit Report and Secretarial Audit Report were also taken as read, as both the reports did not contain any qualification / observation.

He informed the members that the remote e-voting facility and ballot forms facility was provided to the shareholders for voting on the Resolutions set out in the Notice.

He further informed the members that those shareholders who have not availed the facility of e-voting or ballot facility may cast their votes through ballot made available at the Annual General Meeting Venue.



The Chairman Mr. Philippe Lesueur informed the members that as required by the Companies (Management and Administration) Amendment Rules, 2015 read with Clause 35A of the Listing Agreement, the results of remote e-voting and results of voting through ballot facility will be declared on or before 2nd October, 2015 and will be communicated to the Stock Exchanges and will be displayed on the website of Company and Registrar and Transfer Agent.

The Chairman informed the members that the Company has appointed Mr. Nilesh Pradhan, Practicing Company Secretary as the Scrutinizer for electronic voting, physical ballot forms received from Shareholders and poll conducted at Annual General Meeting venue.

The Chairman thereafter invited queries from the members.

A couple of members asked questions on the financials and operations of the Company which were satisfactorily replied by the Chairman.

The following resolutions contained in the Notice of Annual General Meeting were passed with requisite majority:

1. Ordinary Resolution to adopt Audited Financial Statements for the year ended 30 June, 2015.
2. Ordinary Resolution to confirm payment of interim dividend and declaration of final dividend on equity shares.
3. Ordinary Resolution to appoint a Director in place of Mr. Philippe Lesueur, who retires by rotation and being eligible, offers himself re-appointment.
4. Ordinary Resolution under section 139 of the Companies Act, 2013 for ratification of appointment of M/s B S R & Co. LLP, Chartered Accountants, as Statutory Auditors of the Company and to fix their remuneration.
5. Ordinary Resolution for payment of one-time special bonus to Mr. Vipul Jain (DIN 00142518).
6. Ordinary Resolution for appointment of Ms. Neela Bhattacharjee (DIN 01912483) as Director of the Company under section 160 of the Companies Act, 2013.
7. Ordinary Resolution for consent of the members for appointment of Ms. Neela Bhattacharjee (DIN 01912483) as Whole Time Director of the Company for the period from 5th August 2015 to 30th September 2015 and as Managing Director of the Company for the period from 1st October 2015 to 30th June 2018 and for approval of remuneration payable to her.



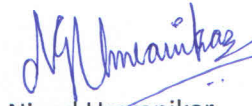
8. Ordinary Resolution for appointment of Mr. Vipul Jain (DIN 00142518) as Non-Executive Non-Independent Director of the Company under section 160 of the Companies Act, 2013.
9. Ordinary Resolution for appointment of Mr. John Johnston (DIN 07258586) as Non-Executive Non-Independent Director of the Company under section 160 of the Companies Act, 2013.
10. Special Resolution for payment of commission to Non-Executive Directors (including Independent Directors).

Thereafter, Mr. Ninad Umranikar, Company Secretary proposed vote of thanks.

Kindly take the same on your record.

Thanking You

Yours faithfully,
For **Accelya Kale Solutions Limited**


Ninad Umranikar
Company Secretary

