

SONATA



SONATA SOFTWARE LIMITED

1/4, A.P.S. TRUST BUILDING, BULL TEMPLE ROAD,

N.R. COLONY, BANGALORE - 560 019, INDIA

TEL : +91-80-67781999 FAX : +91-80-26610972

CIN: L72200MH1994PLC082110



August 8, 2014

The Manager
DCS-CRD
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai 400 001

Dear Sir

Sub: Declaration of result of resolution passed through postal ballot

We refer to our letter dated July 11, 2014 enclosing therewith the Postal Ballot Notice dated July 11, 2014, together with the Postal Ballot Form sent to the Members of the Company for seeking their consent to the business listed therein, by Postal Ballot (which includes electronic voting) pursuant to Section 110 of the Companies Act, 2013, read with the rules made thereunder.

Mr CS Praveen Kumar D, Company Secretary in Practice, appointed as Scrutinizer by the Board of Directors has submitted his report dated August 8, 2014 on postal ballot forms received from the Members and votes cast through electronic mode, to the Chairman of the Company.

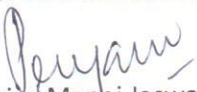
The Chairman has declared the result today i.e. August 8, 2014 based on the report submitted by the Scrutinizer, stating that the special resolution under Section 180(1)(a) of the Companies Act, 2013 for creating security interest over the Company's properties / assets by way of mortgage, lien, charge, etc. has been passed through Postal Ballot (including e-voting).

The result of the Postal Ballot as per format prescribed in Clause 35A of the Listing Agreement and the Announcement of the Results are enclosed.

Kindly take the same on record.

Thanking you

Yours faithfully
For SONATA SOFTWARE LIMITED


Priya Manoj Jaswani
Company Secretary

CC to : The National Stock Exchange Ltd - Mumbai

SONATA SOFTWARE LTD

Report under Clause 35A of SEBI Regulation in respect of Notice dated 11th July, 2014

Special Resolution under Section 180(1)(a) of the Companies Act, 2013, for creating security interest over the Company's properties / assets by way of mortgage, lien, charge, etc.

Resolution ID	Category	Shares Held (1)	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
1	Promoter and Promoter Group	34485161	34485161	100.00	34485161	0	100.00	0
1	Public -Institutional Holders	5764410	683155	11.85	683155	0	100.00	0
1	Public-Others	64909735	2602974	4.01	2597860	5114	99.80	0.20
	TOTAL	105159306	37771290	35.92	37766176	5114	99.99	0.01



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RESULTS OF POSTAL BALLOT

Pursuant to Section 110 of the Companies Act, 2013, read with Rule 22 of the Companies (Management and Administration) Rules, 2014, the approval of the shareholders was sought by postal ballot for a special resolution under Section 180(1)(a) of the Companies Act, 2013, for creating security interest over the Company's properties / assets by way of mortgage, lien, charge, etc.

The last time and date for completion of e-voting and receipt of Postal Ballot forms from the shareholders was 6.00 p.m. on August 7, 2014 (Thursday). The Scrutinizer appointed by the Board of Directors has submitted his report on the postal ballot process and the following results were announced to the shareholders on August 8, 2014 at the Registered Office of the Company:

1.1 Details of Postal Ballot Forms received in physical form:

Particulars	Number of Forms	No of Equity Share of the Nominal Value of Rs. 1/- each (Votes)
Total Number of Postal Ballot Forms received in physical form	11	44011
Less: Total number of Invalid Postal Ballot Forms	0	0
Total Number of Valid Postal Ballot Forms	11	44011

1.2 Details of Voting by electronic mode, as downloaded from the website of Karvy:

Particulars	Number of Forms	No of Equity Share of the Nominal Value of Rs. 1/- each (Votes)
Total Number of received by electronic mode	95	37728179
Less: Total number of Invalid votes	1	900
Total Number of Valid votes	94	37727279



1.3 Summary of Voting:

Particulars	Aggregate of Physical Ballot Forms and electronic Voting	No of Equity Shares of Rs. 1/- Each (Votes)	% of valid votes received
Total valid Postal Ballots/ Votes received	105	37771290	99.99
Assent to resolution	100	37766176	99.99
Dissent to resolution	5	5114	0.01

Accordingly, the special resolution is declared as passed by requisite majority.

For SONATA SOFTWARE LIMITED



PRIYA MANOJ JASWANI

COMPANY SECRETARY