eClerx Services Limited
CIN: L72200MH2000PLC125319
Regd Office: Sonawala Building,
1st Floor, 29 Bank Street, Fort,
Mumbai – 400 023, India.
Phone: +91-22-66148301| Fax : +91 22 6614 8655
Email id : investor@eclerx.com| Website : www.eclerx.com

October 14, 2016

National Stock Exchange of India Limited
Exchange Plaza
Bandra Kurla Complex
Bandra (E)
Mumbai-400051

Department of Corporate Services
BSE Limited.
Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai-400 023.

Dear Sirs,

Sub: Declaration of result of voting/e-voting of Postal Ballot and disclosure pursuant to Regulation 44(3) of the of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 (hereinafter referred to as "Listing Regulations")

Stock Code: BSE - 532927
NSE - ECLERX

This is to inform you that, pursuant to Section 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014, approval of Members of the Company, was sought for buyback of shares, by means of Postal Ballot vide Notice dated August 29, 2016.

Based on the Scrutinizer's report dated October 14, 2016, the brief details/information of Postal Ballot outcome are as follows:

Date of Outcome of Postal Ballot:	Friday, October 14, 2016
Total number of shareholders as on record date (August 26, 2016)	16313

No. of shareholders present in meeting either in person or proxy	Not Applicable
Promoters and Promoter Group:	Not Applicable
Public	Not Applicable

No. of shareholders present in meeting either via video-conferencing:	Not Applicable
Promoters and Promoter Group:	Not Applicable
Public	Not Applicable

eClerx Services Limited Mumbai

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Agenda-wise Details:

1. **Approval for Buyback of Equity Shares**

Resolution required:	Special Resolution
Whether promoter/ promoter group are interested in the agenda/resolution?	No

Promoter/ Public	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	20542858	20496831	99.7759	20496831	0	100.0000	0.0000
	Poll		NA	NA	NA	NA	NA	NA
	Postal Ballot		0	0	0	0	0	0.0000
	Total	**20542858**	**20496831**	**99.7759**	**20496831**	**0**	**100.0000**	**0.0000**
Public Institutional Holders	E-voting	17206934	14040839	81.5999	14040839	0	100.0000	0.0000
	Poll		NA	NA	NA	NA	NA	NA
	Postal Ballot		0	0	0	0	0	0.0000
	Total	**17206934**	**14040839**	**81.5999**	**14040839**	**0**	**100.0000**	**0.0000**
Public Non-Institutions	E-voting	3132558	156095	4.9830	156067	28	99.9820	0.0179
	Poll		NA	NA	NA	NA	NA	NA
	Postal Ballot		3019	0.0964	3019	0	100.0000	0.0000
	Total	**3132558**	**159114**	**5.0794**	**159086**	**28**	**99.9824**	**0.0176**
Total		**40882350**	**34696784**	**84.8698**	**34696756**	**28**	**99.9999**	**0.0001**

Accordingly the above resolution(s) has been passed with the requisite majority by the members of the Company. A copy of the Scrutinizers' report is attached for your kind information and records. Please take the same on record and bring it to the notice of your constituents.

Thanking you,

Yours faithfully,
For **eClerx Services Limited**

VK Mundhra
Chairman

eClerx Services Limited Mumbai

SAVITA JYOTI ASSOCIATES
COMPANY SECRETARIES

CS. SAVITA JYOTI, B.Com., F.C.S.

SCRUTINISER'S REPORT

The Chairman
eClerx Services Limited
Sonawala Building, 1st Floor
29 Bank Street, Fort,
Mumbai, 400 023, INDIA

Scrutinizers report on postal ballot voting including voting by electronic means in respect of passing resolution contained in the Notice dated August 29, 2016 through postal ballot.

Dear Sir,

The Board of Directors of the Company has appointed me as a Scrutinizer for conducting the postal ballot voting process including electronic means in respect of the passing of the resolution contained in the Notice dated August 29, 2016 through postal ballot.

The management of the company is responsible to ensure the compliance with the requirements of the relevant provisions of (i) the Companies Act, 2013 and the rules made there under and (ii) the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 with the Stock Exchanges, relating to postal ballot voting including voting by electronic means. My responsibility as a Scrutinizer is restricted to making a Scrutinizers report of the votes cast by the members for the resolution contained in the Notice dated August 29, 2016, based on the reports generated from the e-voting system provided by Karvy Computershare Private Limited (Karvy), the authorised agency engaged by the Company to provide e-voting facilities for e-voting and scrutiny of postal ballot received till the time fixed for closing of the voting process i.e. till 5.00 p.m. IST on Thursday, October 13, 2016.

I submit my report as under:

1. The Company has completed the dispatch of postal ballot forms along with postage prepaid business reply envelope on Saturday, September 10, 2016 to its Members whose name(s) appeared on the Register of members / list of beneficial owners, received from National Securities Depository Limited (NSDL)/Central Depository Services (India) Limited as on Friday, August 26, 2016.

2. Particulars of all postal ballot forms received from the Members including electronic votes have been entered in a register separately maintained for the purpose.

3. The physical postal ballot forms were kept under my safe custody in sealed and tamper proof ballot boxes before commencing the scrutiny of such postal ballot forms.

4. The votes, if any, cast by a Member(s) both in physical and electronically having been identified and in terms of the said Notice, votes cast through electronic were considered valid.

5. The postal ballot forms were duly opened in my presence and scrutinized and the shareholding was matched / confirmed with the Register of Members of the Company.

6. 152 postal ballot forms including electronic votes received up to the close of working hours on Thursday, October 13, 2016 till 5.00 p.m. IST, the last date and time fixed by the Company for receipt of the forms/electronic votes, were considered for my scrutiny.

A J

F-86 Sainikpuri Secunderabad - 500 094. (Near Canara Bank) Ph 040-27110559, Mobile +91 98495 10559
E-mail savitajyoti@yahoo.com

eClerx Services Limited Mumbai

9. Envelopes containing postal ballot forms received after 5.00 p.m. IST on Thursday, October 13, 2016 were not considered for my scrutiny.

10. Envelopes containing postal ballot forms returned undelivered were also not opened and they are separately kept.

The details of voting are as under:

152 (143 + 9 (Phy) total number of Ballots received.

Promoter/ Public	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
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	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot		0	0.0000	0	0	0.0000	0.000
	Total	20542858	20496831	99.7759	20496831	0	100.0000	0.0000
Public Institutional Holders	E-voting	17206934	14040839	81.5999	14040839	0	100.0000	0.0000
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	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	Total	17206934	14040839	81.5999	14040839	0	100.0000	0.0000
Public Non-Institutions	E-voting	3132558	156095	4.9830	156067	28	99.9820	0.0179
	Poll							
	Postal Ballot		3019	0.0964	3019	0	100.0000	0.0000
	Total	3132558	159114	5.0794	159086	28	99.9824	0.0176
Total		**40882350**	**34696784**	**84.8698**	**34696756**	**28**	**99.9999**	**0.0001**

The postal ballot forms and the related papers / registers and records being handed over for safe custody to the Company Secretary, Mr. Gaurav Tongia.

You may accordingly declare the results of voting by postal ballot and e-voting.

Thanking you,

Yours faithfully,

for **SAVITA JYOTI ASSOCIATES**
Company Secretaries

Savita Jyoti

C.S. SAVITA JYOTI
Scrutinizer

Date: 14.10.2016

SAVITA JYOTI, FCS 3738
Practicing Company Secretary
Certificate of Practice No. 1796

eClerx Services Limited Mumbai

For ECLERX SERVICES LTD.

Director

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