

BSE Ltd.
Dept of Corporate Services
PJ Towers
Dalal Street
Mumbai 400 001

April 23, 2012.

National Stock Exchange of India Ltd.
Exchange Plaza,
Bandra - Kurla Complex,
Bandra (E),
Mumbai - 400 051

By Fax / Courier

Dear Sirs,

Scrip Code 532663 / SASKEN

Sub: Special Resolution passed by Postal Ballot

Ref: 1. Our letter dated February 13, 2012 informing about the Board's proposal to consider the buyback of shares
2. Our letter dated February 16, 2012 about the outcome of the Board Meeting held on that date
3. Our letter dated March 21, 2012 enclosing 6 copies of the Notice sent to shareholders on Postal Ballot for passing Special Resolution for the buyback of shares

We wish to inform you that Mr. Gopalakrishna Raj H.H., Company Secretary in Practice, the Scrutinizer appointed for the Postal Ballot, has by his letter dated April 21, 2012 certified that the Special Resolution has been passed by the requisite majority under Postal Ballot. Please find enclosed Chairman's Declaration of Postal Ballot Results and the special resolution passed in this regard.

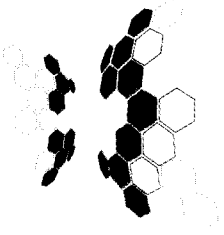
Kindly acknowledge receipt.

Thanking you,

Yours faithfully,
For Sasken Communication Technologies Limited,

R. Vittal
Company Secretary & Compliance Officer

Encl: As above



Declaration of postal ballot results pursuant to Section 192A of the Companies Act, 1956 (the Act) with respect to the Special Resolution passed under Section 77A of the Act read with the Securities and Exchange Board of India (Buy-back of Securities) Regulations, 1998.

The Company had, on March 21, 2012 dispatched to all the members, a notice dated February 16, 2012 seeking the consent of members to the Special Resolution for Buy-back of equity shares of the Company from open market through stock exchanges, by means of postal ballot. The Scrutinizer, Mr. Gopalakrishnaraj H H carried out the scrutiny of all the postal ballot forms received upto 3.00 pm on April 20, 2012 and reported the following results:

Description	No. of Ballot Forms	No. of Shares
Total number of ballot forms dispatched to Equity Shareholders with Notice	35,813	2,59,59,351
Total number of ballot papers received	894	55,44,207*
Invalid ballots	64	16,413
Number of valid ballot papers	830	55,26,421
Voted in favour of the Resolution	784	55,19,118
Voted against the Resolution	46	7,303

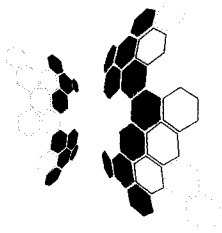
*out of 894 valid ballot papers, some of them indicated less number of votes than their entitlement, which is equivalent to 1,373 shares.

On the basis of the above results, it is hereby announced that the following Special Resolution has been duly passed by the members with requisite majority:

RESOLVED that in accordance with Article 172 of the Articles of Association of the Company and pursuant to the provisions of Section 77A, 77AA, 77B and other applicable provisions, if any, of the Companies Act, 1956 (hereinafter referred to as “the Act”) and in compliance with the Securities and Exchange Board of India (Buy-Back of Securities) Regulations, 1998, including any amendments, statutory modification(s) or re-enactment, for the time being in force (hereinafter referred to as “Buy-back Regulations”) and, subject to such other approvals, permissions and sanctions as may be necessary, consent of the Members be and is hereby accorded to the Board of Directors of the Company (hereinafter referred to as “the Board” which expression shall include any Board Committee and / or any Director / Officer authorized by the Board for the purpose) for the purchase of the Company’s fully paid-up Equity Shares with face value of Rs.10/- each to the extent of, but not exceeding 25% of the Company’s fully paid-up Equity Shares at the price not exceeding Rs.180/- (Rupees One hundred and eighty only) per Equity Share from the Open Market through the BSE Limited and / or National Stock Exchange of India Limited (“Buy-Back”), subject to the condition that the aggregate amount to be expended by the Company for the said Buy-back shall not exceed Rs.8,648 lakhs, i.e., within 25% of the Company’s fully paid-up equity share capital and free reserves based on the audited financial statements of the Company as at March 31, 2011, less the amount utilized during the financial year 2011-12 for the buy-back which was approved by the Board on October 21, 2010.

RESOLVED FURTHER that the Board be and is hereby authorized to delegate all or any of the powers herein conferred as also to execute such documents, writings, etc., to any Committee of the Board or any other Director(s) or Executive(s) / Officer(s) of the Company as may be necessary to give effect to the aforesaid resolution, including but not limited to appointment of Merchant Bankers, Brokers, Bankers, Solicitors, Registrars, Depository Participants and other intermediaries / agencies for the implementation of the Buy-back, to make applications seeking approval of appropriate authorities and to initiate all necessary action for opening of



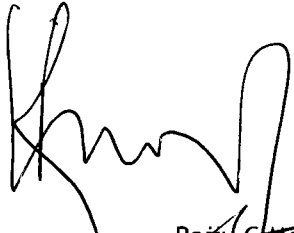


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accounts, preparation and issuance of various documents, including Public Announcement, Declaration of Solvency and Certificate of Extinguishment of shares / share certificates required to be filed in connection with the Buy-back and such other undertakings, agreements, papers, documents and correspondence as may be necessary in this regard, to the Securities and Exchange Board of India, BSE Limited, National Stock Exchange of India Limited, Registrar of Companies, Depositories and / or other authorities.

RESOLVED FURTHER THAT the Board in its absolute discretion, be and is hereby authorized to accept and make, in the interest of the Company, any alteration(s), modification(s) to the terms and conditions as it may deem necessary, concerning any aspect of the Buy-back, in accordance with the statutory requirements, including the decision of closure of Buy-back once the minimum number of shares are bought back and to do all such acts, deeds, matters and things in connection therewith and incidental thereto as the Board may deem necessary, expedient, proper or desirable and to settle all questions, difficulties or doubts that may arise in relation to the proposed Buy-back at any stage without requiring to seek any further consent or approval of the members or otherwise to the end and intent that they shall be deemed to have given their approval thereto expressly by the authority of this resolution.

Bangalore
April 23, 2012


Ravi C. Mody
Chairman & Managing Director

