

11<sup>th</sup> October, 2017

Deputy General Manager,  
Corporate Relationship Department,  
BSE Limited  
Phiroze Jeejeebhoy Towers,  
Dalai Street, Fort,  
Mumbai — 400 001

The Manager, Listing Department  
National Stock Exchange of India Limited  
Exchange Plaza, 5th Floor,  
Plot No. C-1/ G Block,  
Bandra — Kurla Complex,  
Bandra (East), Mumbai — 400 051.

Dear Sir/ Madam,

**Sub: Voting Results**

In compliance with sub regulation (3) of Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 we are pleased to submit the following information in the prescribed format regarding voting results on the business transacted as per the Notice of 31<sup>st</sup> Annual General Meeting (AGM) of the Company held on 10<sup>th</sup> October, 2017 at 12.00 noon at Sumant Moolgaokar Auditorium, 'A Wing', Ground Floor, Mahratta Chamber of Commerce, Industries and Agriculture, Trade Tower, ICC Complex, 403, Senapati Bapat Road, Pune 411 016.

The mode of voting was e-voting and Poll conducted at the Annual General Meeting. The Agenda wise details are provided in the Annexure enclosed herewith.

Further, we are also enclosing the combined report of e-voting and Poll received from Mr. Nilesh A. Pradhan, Scrutinizer.

All the 4 (Four) resolutions as per the aforesaid Notice of the Annual General Meeting have been passed by requisite majority.

We request you to kindly take same on records.

Thanking You,

For Accelya Kale Solutions Limited

Ninad Umranikar  
Company Secretary

Membership No ACS 14201

## Format for Voting Results

|                                                                               |                                |
|-------------------------------------------------------------------------------|--------------------------------|
| Date of the AGM                                                               | 10 <sup>th</sup> October, 2017 |
| Total number of shareholders on record date                                   | 16,020                         |
| No. of shareholders present in the meeting either in person or through proxy: |                                |
| Promoters and Promoter Group:                                                 | 2                              |
| Public:                                                                       | 50                             |
| No. of Shareholders attended the meeting through Video Conferencing:          |                                |
| Promoters and Promoter Group:                                                 | 0                              |
| Public:                                                                       | 0                              |

### Agenda-wise disclosure (to be disclosed separately for each agenda item)

**Resolution No. 1:** Receive, consider and adopt the audited financial statements (including audited consolidated financial statements) for the year ended 30<sup>th</sup> June, 2017, together with the reports of the directors and auditors thereon

| Resolution required:<br>(Ordinary/ Special)                                  |                |                    | Ordinary            |                                         |                          |                        |                                      |                                    |
|------------------------------------------------------------------------------|----------------|--------------------|---------------------|-----------------------------------------|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Whether promoter / promoter group are interested in the agenda / resolution? |                |                    | No                  |                                         |                          |                        |                                      |                                    |
| Category                                                                     | Mode of Voting | No. of shares held | No. of votes polled | % of Votes Polled on outstanding shares | No. of Votes - In favour | No. of Votes - Against | % of Votes in favour on votes polled | % of Votes against on votes polled |
|                                                                              |                | (1)                | (2)                 | (3) = $[(2)/(1)] * 100$                 | (4)                      | (5)                    | (6) = $[(4)/(2)] * 100$              | (7) = $[(5)/(2)] * 100$            |
| Promoter and Promoter Group                                                  | E-voting       | 11,143,466         | 0                   | 0.0000                                  | 0                        | 0                      | 0.0000                               | 0.0000                             |
|                                                                              | Poll           |                    | 11,143,466          | 100.0000                                | 11,143,466               | 0                      | 100.0000                             | 0.0000                             |
|                                                                              | Postal Ballot  |                    | 0                   | 0.0000                                  | 0                        | 0                      | 0.0000                               | 0.0000                             |
|                                                                              | <b>Total</b>   |                    | <b>11,143,466</b>   | <b>100.0000</b>                         | <b>11,143,466</b>        | <b>0</b>               | <b>100.0000</b>                      | <b>0.0000</b>                      |
| Public - Institutions                                                        | E-voting       | 1,141,216          | 509,831             | 44.6744                                 | 509,831                  | 0                      | 100.0000                             | 0.0000                             |
|                                                                              | Poll           |                    | 0                   | 0.0000                                  | 0                        | 0                      | 0.0000                               | 0.0000                             |
|                                                                              | Postal Ballot  |                    | 0                   | 0.0000                                  | 0                        | 0                      | 0.0000                               | 0.0000                             |
|                                                                              | <b>Total</b>   |                    | <b>509,831</b>      | <b>44.6744</b>                          | <b>509,831</b>           | <b>0</b>               | <b>100.0000</b>                      | <b>0.0000</b>                      |
| Public -Non-Institutions                                                     | E-voting       | 2,641,579          | 164                 | 0.0062                                  | 164                      | 0                      | 100.0000                             | 0.0000                             |
|                                                                              | Poll           |                    | 27,396              | 1.0371                                  | 27,396                   | 0                      | 100.0000                             | 0.0000                             |
|                                                                              | Postal Ballot  |                    | 0                   | 0.0000                                  | 0                        | 0                      | 0.0000                               | 0.0000                             |
|                                                                              | <b>Total</b>   |                    | <b>27,560</b>       | <b>1.0433</b>                           | <b>27,560</b>            | <b>0</b>               | <b>100.0000</b>                      | <b>0.0000</b>                      |
| <b>TOTAL</b>                                                                 |                | <b>14,926,261</b>  | <b>11,680,857</b>   | <b>78.2571</b>                          | <b>11,680,857</b>        | <b>0</b>               | <b>100.0000</b>                      | <b>0.0000</b>                      |



**Resolution No. 2: Confirmation of payment of interim dividend and declaration of final dividend**

| Resolution required:<br>(Ordinary/ Special)                                  |                |                    | Ordinary            |                                         |                          |                        |                                      |                                                         |
|------------------------------------------------------------------------------|----------------|--------------------|---------------------|-----------------------------------------|--------------------------|------------------------|--------------------------------------|---------------------------------------------------------|
| Whether promoter / promoter group are interested in the agenda / resolution? |                |                    | No                  |                                         |                          |                        |                                      |                                                         |
| Category                                                                     | Mode of Voting | No. of shares held | No. of votes polled | % of Votes Polled on outstanding shares | No. of Votes - In favour | No. of Votes - Against | % of Votes in favour on votes polled | % of Votes against on votes polled (7) = [(5)/(2)]* 100 |
|                                                                              |                | (1)                | (2)                 | (3) = [(2)/(1)]* 100                    | (4)                      | (5)                    | (6) = [(4)/(2)]*100                  |                                                         |
| Promoter and Promoter Group                                                  | E-voting       | 11,143,466         | 0                   | 0.0000                                  | 0                        | 0                      | 0.0000                               | 0.0000                                                  |
|                                                                              | Poll           |                    | 11,143,466          | 100.0000                                | 11,143,466               | 0                      | 100.0000                             | 0.0000                                                  |
|                                                                              | Postal Ballot  |                    | 0                   | 0.0000                                  | 0                        | 0                      | 0.0000                               | 0.0000                                                  |
|                                                                              | <b>Total</b>   |                    | <b>11,143,466</b>   | <b>100.0000</b>                         | <b>11,143,466</b>        | <b>0</b>               | <b>100.0000</b>                      | <b>0.0000</b>                                           |
| Public Institutions                                                          | E-voting       | 1,141,216          | 509,831             | 44.6744                                 | 509,831                  | 0                      | 100.0000                             | 0.0000                                                  |
|                                                                              | Poll           |                    | 0                   | 0.0000                                  | 0                        | 0                      | 0.0000                               | 0.0000                                                  |
|                                                                              | Postal Ballot  |                    | 0                   | 0.0000                                  | 0                        | 0                      | 0.0000                               | 0.0000                                                  |
|                                                                              | <b>Total</b>   |                    | <b>509,831</b>      | <b>44.6744</b>                          | <b>509,831</b>           | <b>0</b>               | <b>100.0000</b>                      | <b>0.0000</b>                                           |
| Public - Non-Institutions                                                    | E-voting       | 2,641,579          | 164                 | 0.0062                                  | 164                      | 0                      | 100.0000                             | 0.0000                                                  |
|                                                                              | Poll           |                    | 27,396              | 1.0371                                  | 27,396                   | 0                      | 100.0000                             | 0.0000                                                  |
|                                                                              | Postal Ballot  |                    | 0                   | 0.0000                                  | 0                        | 0                      | 0.0000                               | 0.0000                                                  |
|                                                                              | <b>Total</b>   |                    | <b>27,560</b>       | <b>1.0433</b>                           | <b>27,560</b>            | <b>0</b>               | <b>100.0000</b>                      | <b>0.0000</b>                                           |
| <b>TOTAL</b>                                                                 |                | <b>14,926,261</b>  | <b>11,680,857</b>   | <b>78.2571</b>                          | <b>11,680,857</b>        | <b>0</b>               | <b>100.0000</b>                      | <b>0.0000</b>                                           |



**Accelya Kale Solutions Limited** (formerly known as Kale Consultants Limited) CIN: L74140PN1986PLC041033

Accelya Enclave, AG - 4 & AG - 5, Ground Floor, Sharada Arcade, Satara Rd., Pune 411 037 India

T +91 20 6608 3777 F +91 20 2423 1639 E-mail: info@accelya.com

Regd. Office: Accelya Enclave, 685/ 2B & 2C, 1<sup>st</sup> Floor, Sharada Arcade, Satara Road, Pune 411 037 (India)

www.accelya.com

**Resolution No. 3: Re-appointment of Mr. John Johnston (DIN 07258586) as Director of the Company, liable to retire by rotation**

| Resolution required:<br>(Ordinary/ Special)                                  |                |                    | Ordinary            |                                         |                          |                        |                                      |                                                         |
|------------------------------------------------------------------------------|----------------|--------------------|---------------------|-----------------------------------------|--------------------------|------------------------|--------------------------------------|---------------------------------------------------------|
| Whether promoter / promoter group are interested in the agenda / resolution? |                |                    | No                  |                                         |                          |                        |                                      |                                                         |
| Category                                                                     | Mode of Voting | No. of shares held | No. of votes polled | % of Votes Polled on outstanding shares | No. of Votes - In favour | No. of Votes - Against | % of Votes in favour on votes polled | % of Votes against on votes polled (7) = [(5)/(2)]* 100 |
|                                                                              |                | (1)                | (2)                 | (3) = [(2)/(1)]* 100                    | (4)                      | (5)                    | (6) = [(4)/(2)]*100                  |                                                         |
| Promoter and Promoter Group                                                  | E-voting       | 11,143,466         | 0                   | 0.0000                                  | 0                        | 0                      | 0.0000                               | 0.0000                                                  |
|                                                                              | Poll           |                    | 11,143,466          | 100.0000                                | 11,143,466               | 0                      | 100.0000                             | 0.0000                                                  |
|                                                                              | Postal Ballot  |                    | 0                   | 0.0000                                  | 0                        | 0                      | 0.0000                               | 0.0000                                                  |
|                                                                              | Total          |                    | <b>11,143,466</b>   | <b>100.0000</b>                         | <b>11,143,466</b>        | <b>0</b>               | <b>100.0000</b>                      | <b>0.0000</b>                                           |
| Public Institutions                                                          | E-voting       | 1,141,216          | 509,831             | 44.6744                                 | 295,197                  | 214,634                | 57.9010                              | 42.0990                                                 |
|                                                                              | Poll           |                    | 0                   | 0.0000                                  | 0                        | 0.0000                 | 0                                    | 0.0000                                                  |
|                                                                              | Postal Ballot  |                    | 0                   | 0.0000                                  | 0                        | 0.0000                 | 0                                    | 0.0000                                                  |
|                                                                              | Total          |                    | <b>509,831</b>      | <b>44.6744</b>                          | <b>295,197</b>           | <b>214,634</b>         | <b>57.9010</b>                       | <b>42.0990</b>                                          |
| Public - Non-Institutions                                                    | E-voting       | 2,641,579          | 164                 | 0.0062                                  | 164                      | 0                      | 100.0000                             | 0.0000                                                  |
|                                                                              | Poll           |                    | 27,396              | 1.0371                                  | 27,396                   | 0                      | 100.0000                             | 0.0000                                                  |
|                                                                              | Postal Ballot  |                    | 0                   | 0.0000                                  | 0                        | 0                      | 0.0000                               | 0.0000                                                  |
|                                                                              | Total          |                    | <b>27,560</b>       | <b>1.0433</b>                           | <b>27,560</b>            | <b>0</b>               | <b>100.0000</b>                      | <b>0.0000</b>                                           |
| <b>TOTAL</b>                                                                 |                | <b>14,926,261</b>  | <b>11,680,857</b>   | <b>78.2571</b>                          | <b>11,466,223</b>        | <b>214,634</b>         | <b>98.1625</b>                       | <b>1.8375</b>                                           |



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**Resolution No. 4: Appointment of B S R & Co. LLP, Chartered Accountants as Auditors of the Company**

| Resolution required:<br>(Ordinary/ Special)                                  |                |                    | Ordinary            |                                         |                          |                        |                                      |                                    |
|------------------------------------------------------------------------------|----------------|--------------------|---------------------|-----------------------------------------|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Whether promoter / promoter group are interested in the agenda / resolution? |                |                    | No                  |                                         |                          |                        |                                      |                                    |
| Category                                                                     | Mode of Voting | No. of shares held | No. of votes polled | % of Votes Polled on outstanding shares | No. of Votes - In favour | No. of Votes - Against | % of Votes in favour on votes polled | % of Votes against on votes polled |
|                                                                              |                | (1)                | (2)                 | (3) = $[(2)/(1)] * 100$                 | (4)                      | (5)                    | (6) = $[(4)/(2)] * 100$              | (7) = $[(5)/(2)] * 100$            |
| Promoter and Promoter Group                                                  | E-voting       | 11,143,466         | 0                   | 0.0000                                  | 0                        | 0                      | 0.0000                               | 0.0000                             |
|                                                                              | Poll           |                    | 11,143,466          | 100.0000                                | 11,143,466               | 0                      | 100.0000                             | 0.0000                             |
|                                                                              | Postal Ballot  |                    | 0                   | 0.0000                                  | 0                        | 0                      | 0.0000                               | 0.0000                             |
|                                                                              | Total          |                    | 11,143,466          | 100.0000                                | 11,143,466               | 0                      | 100.0000                             | 0.0000                             |
| Public Institutions                                                          | E-voting       | 1,141,216          | 509,831             | 44.6744                                 | 509,831                  | 0                      | 100.0000                             | 0.0000                             |
|                                                                              | Poll           |                    | 0                   | 0.0000                                  | 0                        | 0                      | 0.0000                               | 0.0000                             |
|                                                                              | Postal Ballot  |                    | 0                   | 0.0000                                  | 0                        | 0                      | 0.0000                               | 0.0000                             |
|                                                                              | Total          |                    | 509,831             | 44.6744                                 | 509,831                  | 0                      | 100.0000                             | 0.0000                             |
| Public - Non-Institutions                                                    | E-voting       | 2,641,579          | 164                 | 0.0062                                  | 164                      | 0                      | 100.0000                             | 0.0000                             |
|                                                                              | Poll           |                    | 27,396              | 1.0371                                  | 27,396                   | 0                      | 100.0000                             | 0.0000                             |
|                                                                              | Postal Ballot  |                    | 0                   | 0.0000                                  | 0                        | 0                      | 0.0000                               | 0.0000                             |
|                                                                              | Total          |                    | 27,560              | 1.0433                                  | 27,560                   | 0                      | 100.0000                             | 0.0000                             |
| <b>TOTAL</b>                                                                 |                | <b>14,926,261</b>  | <b>11,680,857</b>   | <b>78.2571</b>                          | <b>11,680,857</b>        | <b>0</b>               | <b>100.0000</b>                      | <b>0.0000</b>                      |



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# *NILESH A. PRADHAN & CO.*

*Nilesh A. Pradhan.*

*B.COM., F.C.S.*

*Practicing Company Secretary*

*B-201, Pratik Industrial*

*Estate, Near Fortis Hospital,*

*Mulund-Goregaon Link Road,*

*Mumbai- 400078.*

*☎ 91 – 22 49248475/40152204*

*91 – 9833785809*

*Email: info@napco.in*

To,

The Chairman,

**ACCELYA KALE SOLUTIONS LIMITED,**

Accelya Enclave, 685/2B & 2C, 1<sup>st</sup> Floor,

Sharada Arcade, Satara Road,

Pune, 411037

Dear Sir,

Subject: Consolidated Scrutinizer's Report on remote e-voting process and poll conducted at 31<sup>st</sup> Annual General Meeting (AGM) held on 10<sup>th</sup> October, 2017.

The Board of Directors of the Company at its meeting held on 09<sup>th</sup> August, 2017 had appointed me as a scrutinizer for the remote e-voting held from 07<sup>th</sup> October, 2017 at 9.00 a.m. to 9<sup>th</sup> October, 2017 at 5.00 p.m. On the request by the Chairman of 31<sup>th</sup> Annual General Meeting (AGM), I assumed responsibility as the scrutinizer for the poll held at AGM of the Company on 10<sup>th</sup> October, 2017.

The Company had appointed Karvy Computershare Private Limited ("Karvy") as the service provider for extending the facility of remote e-voting to the shareholders of the Company from 07<sup>th</sup> October, 2017 at 9.00 a.m. to 9<sup>th</sup> October, 2017 at 5.00 p.m.

The remote e-voting facility was then unblocked in the presence of two witnesses who were not in the employment of the Company. For further details on remote e-voting kindly refer my scrutinizer's report dated 11<sup>th</sup> October, 2017

At the AGM of the Company held on 10<sup>th</sup> October, 2017, the Chairman of the Company had suo motu called for poll to facilitate the members present in the meeting who could not participate in the remote e-voting to record their votes through the voting by poll process. The Chairman of the AGM had appointed me as the scrutinizer for the same. For further details on voting by poll kindly refer my scrutinizer's report in form MGT-13 dated 11<sup>th</sup> October, 2017.

I hereby submit my following consolidated report on remote e-voting together with the poll.



**1) Resolution No. 1:**

**Adoption of Financial Statements for the year ended 30th June, 2017 and the Directors' and Auditors' Report:**

| Particulars                   | Number of Valid Votes |                   |                   | Percentage (%) |
|-------------------------------|-----------------------|-------------------|-------------------|----------------|
|                               | Remote e-voting       | Poll              | Total             |                |
| Votes in Favour of Resolution | 509,995               | 11,170,862        | 11,680,857        | 100            |
| Votes against the Resolution  | NIL                   | NIL               | NIL               | NIL            |
| <b>Total</b>                  | <b>509,995</b>        | <b>11,170,862</b> | <b>11,680,857</b> | <b>100</b>     |

**2) Resolution No. 2:**

**Confirmation of payment of interim dividend and declaration of final dividend:**

| Particulars                   | Number of Valid Votes |                   |                   | Percentage (%) |
|-------------------------------|-----------------------|-------------------|-------------------|----------------|
|                               | Remote e-voting       | Poll              | Total             |                |
| Votes in Favour of Resolution | 509,995               | 11,170,862        | 11,680,857        | 100            |
| Votes against the Resolution  | NIL                   | NIL               | NIL               | NIL            |
| <b>Total</b>                  | <b>509,995</b>        | <b>11,170,862</b> | <b>11,680,857</b> | <b>100</b>     |



Nilesh A. Pradhan & Co.

3) Resolution No.3:

Re-appointment of Mr. John Johnston as Director of the Company, liable to retire by rotation:

| Particulars                   | Number of Valid Votes |                   |                   | Percentage (%) |
|-------------------------------|-----------------------|-------------------|-------------------|----------------|
|                               | Remote e-voting       | Poll              | Total             |                |
| Votes in Favour of Resolution | 295361                | 11170,862         | 11,466,223        | 98.16          |
| Votes against the Resolution  | 214,634               | NIL               | 214,634           | 1.84           |
| <b>Total</b>                  | <b>509,995</b>        | <b>11,170,862</b> | <b>11,680,857</b> | <b>100</b>     |

4) Resolution No.4: Appointment of Statutory Auditors

| Particulars                   | Number of Valid Votes |                   |                   | Percentage (%) |
|-------------------------------|-----------------------|-------------------|-------------------|----------------|
|                               | Remote e-voting       | Poll              | Total             |                |
| Votes in Favour of Resolution | 509,995               | 11,170,862        | 11,680,857        | 100            |
| Votes against the Resolution  | NIL                   | NIL               | NIL               | NIL            |
| <b>Total</b>                  | <b>509,995</b>        | <b>11,170,862</b> | <b>11,680,857</b> | <b>100</b>     |



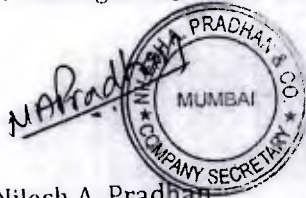
Nilesh A. Pradhan & Co.

From the above report I state that all resolutions stand passed under the combined remote e-voting & poll with requisite majority.

The register and all other papers and relevant records relating to electronic voting & Voting by Poll are handed over to the Company Secretary.

Thanking You,

Yours Faithfully,  
For Nilesh A. Pradhan & Co.,  
Practicing Company Secretary



Nilesh A. Pradhan  
Proprietor

CP: 3659  
FCS: 5445

Place: Mumbai  
Date: 11<sup>th</sup> October 2017