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

December 7, 2015

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 Clause 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 by means of Postal Ballot vide Notice dated November 2, 2015.

Based on the Scrutinizer's report dated December 7, 2015, the brief details/information of Postal Ballot outcome are as follows:

Date of Outcome of Postal Ballot:	Monday, December 7, 2015
Total number of shareholders as on record date (October 23, 2015)	13,921

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

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Agenda-wise Details:

Resolution required:	Ordinary 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	15661119	15372399	98.1565	15372399	0	100	0
	Poll	NA	NA	NA	NA	NA	NA	NA
	Postal Ballot	15661119	0	0	0	0	0	0
	Total	**15661119**	**15372399**	**98.1565**	**15372399**	**0**	**100**	**0**
Public Institutional Holders	E-voting	11932121	10303835	86.3538	10303835	0	100	0
	Poll	NA	NA	NA	NA	NA	NA	NA
	Postal Ballot	11932121	224648	1.8827	224648	0	100	0
	Total	**11932121**	**10528483**	**88.2365**	**10528483**	**0**	**100**	**0**
Public Non-Institutions	E-voting	2894395	36450	1.2593	36229	221	99.3937	0.6063
	Poll	NA	NA	NA	NA	NA	NA	NA
	Postal Ballot	2894395	95040	3.2836	95040	0	100	0
	Total	**2894395**	**131490**	**4.5429**	**131269**	**221**	**100**	**0**
Total		**30487635**	**26032372**	**85.3867**	**26032151**	**221**	**99.9992**	**0.0008**

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**

(Gaurav Tongia)
Company Secretary

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 November 2, 2015 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 November 2, 2015 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 Listing Regulations 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 November 2, 2015, 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 6.00 p.m. IST on Saturday, 5th December, 2015.

I submit my report as under:

1. The Company has completed the dispatch of postal ballot forms along with postage prepaid business reply envelope 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, October 23, 2015.

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. All postal ballot forms including electronic votes received up to the close of working hours on Saturday, December 5, 2015 till 6.00 p.m. IST, the last date and time fixed by the Company for receipt of the forms/electronic votes, were considered for my scrutiny.

7. Envelopes containing postal ballot forms received after 6.00 p.m. IST on December 5, 2015 were not considered for my scrutiny.

S.J.

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

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

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

The details of voting are as under:

200 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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	Postal Ballot	15661119	0	0	0	0	0	0
	Total	15661119	15372399	98.1565	15372399	0	100	0
Public Institutional Holders	E-voting	11932121	10303835	86.3538	10303835	0	100	
	Poll	NA	NA	NA	NA	NA	NA	NA
	Postal Ballot	11932121	224648	1.8827	224648	0	100	0
	Total	11932121	10528483	88.2365	10528483	0	100	0
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	Poll	NA	NA	NA	NA	NA	NA	NA
	Postal Ballot	2894395	95040	3.2836	95040	0	100	0
	Total	2894395	131490	4.5429	131269	221	100	0
Total		30487635	26032372	85.3867	26032151	221	99.9992	0.0008

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**

Savita Jyoti

C.S. SAVITA JYOTI
Scrutinizer

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

Date: December 7, 2015

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