



Date: 13.09.2014

To,
Corporate Relationship Department
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai- 400001

To,
National Stock Exchange of India Ltd.
Exchange Plaza, Plot no. C/1, G Block,
Bandra-Kurla Complex
Bandra (E)
Mumbai - 400 051.

Re: Company Code: BSE- 532347, NSE - HELIOSMATH
Sub: Postal Ballot voting results as per Clause 35A

Dear Sir/Madam,

Pursuant to the provisions of Section 110 of The Companies Act, 2013 read with Rule 22 of The Companies (Management and Administration) Rules, 2014, Company had conducted the Postal Ballot process for seeking consent of shareholders by way of Special Resolutions/Ordinary Resolutions for the matters mentioned in the attachment forming part of this letter.

The voting through physical mode as well as electronic mode commenced on August 11, 2014 at 9.30 A.M. and closed on September 10, 2014 at 5.30 P.M., Mr. G.Ramachandran, Scrutinizer has submitted his report to the Company on September 12, 2014. All the above Resolutions have been passed with requisite majority

We enclose herewith details of voting results as received from the Scrutinizer in accordance with Clause 35A of Listing Agreement.

Please acknowledge.

Thanking You

Yours Faithfully,
For Helios and Matheson Information Technology Limited

A handwritten signature in black ink, appearing to read 'K.M. Kumar'.

K.M.Kumar
Company Secretary



Details of postal ballot as per clause 35A of the listing agreement

Date of Postal ballot : Commenced on 11.08.2014 at 9.30 AM and closed on 10.09.2014 at 5.30 PM.
Total number of shareholders on record date: 22451 nos on 01.08.2014 being record date

Resolution no 1

(Details of resolution in the attachment)

No. of shareholders present in the meeting either in person or through proxy:295

Promoters and Promoter Group: 4

Public:291

No. of Shareholders attended the meeting through Video Conferencing nil

Promoters and Promoter Group: nil

Public: nil

Resolution no 2

(Details of resolution in the attachment)

No. of shareholders present in the meeting either in person or through proxy:289

Promoters and Promoter Group: 4

Public:285

No. of Shareholders attended the meeting through Video Conferencing nil

Promoters and Promoter Group: nil

Public: nil

Resolution no 3

(Details of resolution in the attachment)

No. of shareholders present in the meeting either in person or through proxy:289

Promoters and Promoter Group: 4

Public:285

No. of Shareholders attended the meeting through Video Conferencing nil

Promoters and Promoter Group: nil

Public: nil

Resolution no 4

(Details of resolution in the attachment)

No. of shareholders present in the meeting either in person or through proxy:288

Promoters and Promoter Group: 4

Public:284

No. of Shareholders attended the meeting through Video Conferencing nil

Promoters and Promoter Group: nil

Public: nil

Resolution no 5

(Details of resolution in the attachment)

No. of shareholders present in the meeting either in person or through proxy:286

Promoters and Promoter Group: 4

Public:282

No. of Shareholders attended the meeting through Video Conferencing nil

Promoters and Promoter Group: nil

Public: nil

Resolution no 6

(Details of resolution in the attachment)

No. of shareholders present in the meeting either in person or through proxy:287

Promoters and Promoter Group: 4

Public:283

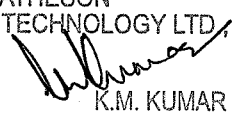
No. of Shareholders attended the meeting through Video Conferencing nil

Promoters and Promoter Group: nil

Public: nil

Resolution no 7

For HELIOS AND MATHESON
INFORMATION TECHNOLOGY LTD.


K.M. KUMAR
Company Secretary

(Details of resolution in the attachment)

No. of shareholders present in the meeting either in person or through proxy:289

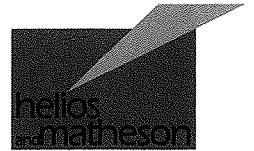
Promoters and Promoter Group: 4

Public:285

No. of Shareholders attended the meeting through Video Conferencing nil

Promoters and Promoter Group: nil

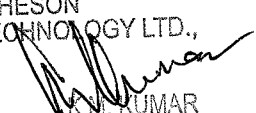
Public: nil



Details of resolutions passed by postal ballot

Resol ution no	Resolutions	Type of Resolution
1.	Issue of equity shares/fully/partly convertible/non convertible debentures/debentures with warrants/any other securities (other than warrants)(collectively referred to as "QIP Securities") to the Qualified Institutional Buyers ("QIBs") as per applicable SEBI Regulations, 2009 upto a sum not exceeding Rs 300 Crore.	Special Resolution
2.	To increase of authorized share capital of the company from Rs 50 Crore to Rs 60 Crore by creation of 10 Lakh Nos of equity shares of Rs 10 each amounting to Rs 10 Crore and alteration of clause 29(II) of Memorandum of Association.	Ordinary Resolution
3.	Alteration of Article 16(f) of the Articles of Association of the Company consequent to the Increase in Authorized share capital from Rs 50 Crore to Rs 60 Crore	Special Resolution
4.	To raise long term funds in the form of Foreign Currency Convertible Bonds (FCCBs),and/or Global Depository Receipts(GDRs),and/or American Depository Receipts(ADRs), or other convertible securities etc upto an amount not exceeding Rs 300 Crore or equivalent amount in any foreign currency as the case may be.	Special Resolution
5.	To borrowing moneys from time to time upto a sum not exceeding Rs 1000 Crore under Section 180(1) (c) of the Companies Act 2013.	Special Resolution
6.	To mortgage and /or create charge, on the company's assets/properties upto the limits approved under Section 180 (1) (a) of The Companies Act 2013.	Special Resolution
7.	To accept deposits both secured and unsecured not exceeding the limits specified under Section 76 of The Companies Act 2013 and also mortgaging/charging all or any of the immovable and movable assets of the Company to secure an amount not less than the amount of secured deposits accepted from time to time, which is in addition to the limits approved under Section 180 (1)(a) of the Companies Act, 2013.	Special Resolution

For HELIOS AND MATHESON
INFORMATION TECHNOLOGY LTD.,


K.M. KUMAR
Company Secretary

SUMMARY



RESOLUTION NO 1									
Promoter/Public	No. of shares held	No. of votes polled	% of votes polled on shares in favour (3)=[(2)/(1)]*100	no of shares in favour	No. of votes against	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100		
	(1)	(2)	(3)	(4)	(5)	(6)	(7)		
Promoter and	12155680	12155680	100	12155680	0	100	0		
Promoter Group									
Public Institutional holders	602477	130018	21.6	130018	0	100	0		
Public-Others	13654172	372735	2.73	369391	3344	99.10	0.90		
Total	26412329	12658433	47.93	12655089	3344	99.97	0.03		

RESOLUTION NO 2									
Promoter/Public	No. of shares held	No. of votes polled	% of votes polled on shares in favour (3)=[(2)/(1)]*100	no of shares in favour	No. of votes against	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100		
	(1)	(2)	(3)	(4)	(5)	(6)	(7)		
Promoter and	12155680	12155680	100	12155680	0	100	0		
Promoter Group									
Public Institutional holders	602477	130018	21.6	130018	0	100	0		
Public-Others	13654172	340242	2.49	337350	2892	99.15	0.85		
Total	26412329	12625940	47.80	12623048	2892	99.98	0.02		

RESOLUTION NO 3									
Promoter/Public	No. of shares held	No. of votes polled	% of votes polled on shares in favour (3)=[(2)/(1)]*100	no of shares in favour	No. of votes against	% of Votes in favour on votes polled	% of Votes against on votes polled		

	(1)	(2)	(3)	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	12155680		100	12155680	0	100	0
Public Institutional holders	602477	130018	21.6	130018	0	100	0
Public-Others	13654172	340042	2.49	336155	3887	98.86	1.14
Total	26412329	12625740	47.80	12621853	3887	99.97	0.03

RESOLUTION NO 4							
Promoter/Public	No. of shares held	No. of votes polled	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	no of shares in favour	No. of votes against	% 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	12155680	12155680	100	12155680	0	100	0
Public Institutional holders	602477	130018	21.6	0	130018	0	100
Public-Others	13654172	340192	2.49	336448	3744	98.90	1.10
Total	26412329	12625890	47.80	12492128	133762	98.94	1.06

RESOLUTION NO 5							
Promoter/Public	No. of shares held	No. of votes polled	% of votes polled on outstanding shares (3)=[(2)/(1)]*100	no of shares in favour	No. of votes against	% 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	12155680	12155680	100	12155680	0	100	0
Public Institutional holders	602477	130018	21.6	130018	0	100	0

Public-Others	13654172	339032	2.48	333272	5760	98.30	1.70
Total	26412329	12624730	47.80	12618970	5760	99.95	0.05

RESOLUTION NO 6							
Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100 (3)	no of shares in favour (4)	No. of votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100 (7)=[(5)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and	12155680	12155680	100	12155680	0	100	0
Promoter Group							
Public Institutional holders	602477	130018	21.6	130018	0	100	0
Public-Others	13654172	339142	2.48	332832	6310	98.14	1.86
Total	26412329	12624840	47.80	12618530	6310	99.95	0.05

RESOLUTION NO 7							
Promoter/Public	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstanding shares (3)=[(2)/(1)]*100 (3)	no of shares in favour (4)	No. of votes against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100 (7)=[(5)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
Promoter and	12155680	12155680	100	12155680	0	100	0
Promoter Group							
Public Institutional holders	602477	130018	21.6	130018	0	100	0
Public-Others	13654172	340942	2.50	336645	4297	98.74	1.26
Total	26412329	12626640	47.81	12622343	4297	99.97	0.03