



STG

www.stgglobal.com

CIN: L74899DL1992PLC04

August 24, 2016

The BSE Limited 25th Floor, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400 001 Scrip Code: 532293	The National Stock Exchange of India Ltd., Exchange Plaza, Bandra Kurla Complex, Bandra (E), Mumbai - 400 051 Scrip Code: SOFTTECHGR
--	--

Sub: Summary of 23rd Annual General Meeting (AGM), Voting results and Scrutinizer report.

Dear Sir,

23rd Annual General Meeting (AGM) of the Company was held on 23/08/2016 and the businesses mentioned in the Notice dated May 27, 2016 were transacted.

In this regard, Please find enclosed the following:-

- (1) Summary of proceedings as required under Regulation 30, Part-A of Schedule –III of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as Annexure – I.
- (2) Voting results as required under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as Annexure – II.
- (3) Report of Scrutinizer dated August 24th, 2016, Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 (4) (xii) of the Companies (Management and Administration) Rules, 2014 as Annexure – III.

This is for your information and records.

Kindly acknowledge the receipt.

Thanking you,

Yours Sincerely,
For STG Lifecare Ltd.

(Yogesh Vaidya)
(Chairman)

Encl: a/a.



Summary of proceedings of the 23rd Annual General Meeting:

The 23rd Annual General Meeting (AGM) of the Members of STG Lifecare Limited ('the Company') was held on Tuesday, August 23, 2016 at 11:30 A.M (IST) at Lok Kala Manch, 20, Lodhi Institutional Area, Lodhi Road, New Delhi-110003. Mr. Yogesh Vaidya, chaired the meeting. He requested his colleagues on the dais to introduce themselves. The requisite quorum being present, the Chairman called the meeting to order. All the directors except two directors of the Company attended the meeting. The Chairman delivered his speech. The Chairman informed that the Company had provided the Members the facility to cast their vote electronically, on all resolutions set forth in the Notice. Members who were present at the AGM and had not cast their votes electronically were provided an opportunity to cast their votes at the end the meeting. It was further informed that there would be no voting by show of hands. Mr. Yogesh Vaidya chairman of the meeting read the Auditors' Report.

The following items of business, as per the Notice of AGM dated August 23, 2016, were transacted at the meeting.

1. Adoption of Financial Statements (including the consolidated financial statements) of the Company for the financial year ended March 31, 2016 and the reports of the Board of Directors ('the Board') and Auditors thereon.
2. Appointment of Mrs. Prasanna Vaidya as a director liable to retire by rotation.
3. Ratify the appointment of auditors of the company.

Clarifications were provided to the queries raised by the members.

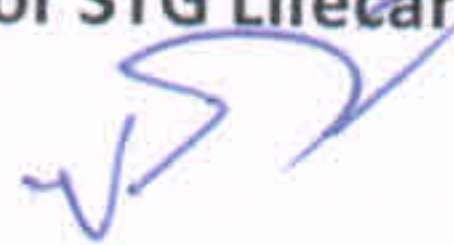
The Board of Directors had appointed Mr. Krishna Kumar Sharma Company secretary in practice of Krishna Kumar Sharma & Co. as the Scrutinizer to supervise the e - voting and ballot voting process. The Chairman is authorized to declare the results of voting.

The scrutinizers report was received and accordingly all the resolutions as set out in the notice were declared as passed.

This is for your information and records.

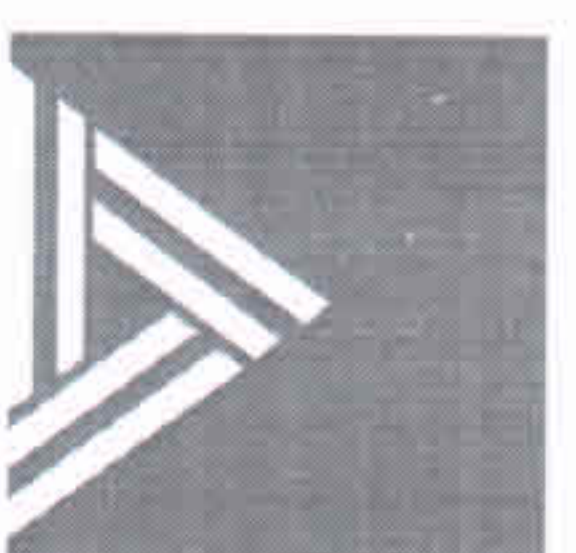
Thanking you,

Yours Sincerely,
For STG Lifecare Limited


Yogesh Vaidya
Chairman

Annexure II

STG Life Care Limited



STG

www.stglobal.com
CIN: L74899DL1992PLC04

	STG Life care Limited- 23 rd Annual General Meeting (AGM) Voting Results
Date of the AGM	23-08-2016
Total number of shareholders on record date	9256
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group	8
Public	27
No. of shareholders attended the meeting through video:	
Promoters and Promoter Group	NIL
Public	NIL

VS

Resolution required: (Ordinary/ Special)	To receive, consider and adopt the audited financial statements (including the consolidated financial statements) of the Company for the financial year ended March 31, 2016, the reports of the Board of Directors and Auditors thereon.							
Whether promoter/ promoter group are interested in agenda/resolution?	NO							
	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of shares – in favour	No. of shares – in against	% of Votes in favour on votes polled	% of votes against on votes
Category		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
	E-Voting		-	-	-	-	-	-
Promoter and Promoter Group	Poll	7593614	7593614	100.00	7593614	-	100	-
	Postal Ballot (If Applicable)		-	-	-	-	-	-
	E-Voting		-	-	-	-	-	-
	Poll	100	-	-	-	-	-	-
Public Institutions	Postal Ballot (If Applicable)		-	-	-	-	-	-
	E-Voting		456	0.006	456	-	100	-
	Poll	7243426	-	-	-	-	-	-
	Postal Ballot (If Applicable)		-	-	-	-	-	-
Public-Non Institutions	Total	14837140	7594070	51.182	7594070		51.182	

VS

Resolution required: (Ordinary/ Special)	To appoint a Director in place of Mrs. Prasanna Vadiya [DIN: 01256268] who retires by rotation and being eligible, offers himself for re-appointment.							
Whether promoter/ promoter group are interested in agenda/resolution?	NO							
	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of shares – in favour	No. of shares – in against	% of Votes in favour on votes polled	% of votes against on votes
Category		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
	E-Voting		-	-	-	-	-	-
Promoter and Promoter Group	Poll	7593614	7593614	100.00	7593614	-	100	-
	Postal Ballot (If Applicable)		-	-	-	-	-	-
	E-Voting		-	-	-	-	-	-
	Poll	100	-	-	-	-	-	-
Public Institutions	Postal Ballot (If Applicable)		-	-	-	-	-	-
	E-Voting		456	0.006	456	-	100	-
	Poll	7243426	-	-	-	-	-	-
	Postal Ballot (If Applicable)		-	-	-	-	-	-
Public-Non Institutions	Total	14837140	7594070	51.182	7594070		51.182	

✓ 55

Resolution required: (Ordinary/ Special)		To ratify the appointment of the auditors of the Company, and to fix their remuneration						
Whether promoter/ promoter group are interested in agenda/resolution?	NO							
	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of shares – in favour	No. of shares – in against	% of Votes in favour on votes polled	% of votes against on votes
Category		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
	E-Voting		-	-	-	-	-	-
Promoter and Promoter Group	Poll	7593614	7593614	100.00	7593614	-	100	-
	Postal Ballot (If Applicable)		-	-	-	-	-	-
	E-Voting		-	-	-	-	-	-
	Poll	100	-	-	-	-	-	-
Public Institutions	Postal Ballot (If Applicable)		-	-	-	-	-	-
	E-Voting		456	0.006	456	-	100	-
	Poll	7243426	-	-	-	-	-	-
	Postal Ballot (If Applicable)		-	-	-	-	-	-
Public-Non Institutions	Total	14837140	7594070	51.182	7594070		51.182	

51



Krishna Kumar Sharma & Co.

Company Secretaries

108, Himalaya Palace, 65, Vijay Block,

Laxmi Nagar New Delhi-110092

Mobile: 98913-15949, Telefax: 011 -47587113

E-mail: krishna@cskrishna.com, kksharmacs@gmail.com

URL: cskrishna.com

Annexure -III

Scrutinizer's Report

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 (4) (xii) of the Companies (Management and administrations) Rules, 2014]

To

The Chairman of 23rd Annual General Meeting of the members of STG Lifecare Limited (the Company) held on 23rd Day of August, 2016 at Lok Kala Manch, 20, Lodhi Institutional Area, Lodhi Road, New Delhi- 110003.

Dear Sir,

1. I, Krishna Kumar Sharma, a Company Secretary in practice, have been appointed by the board of Directors of STG Lifecare Limited (the Company) as a scrutinizer for the purpose of scrutinizing the e-voting process and ascertaining the requisite majority on e-voting carried out as per provisions of Section 108 of Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules 2014 (Rules) on the resolutions contained in the notice of the 23rd Annual General Meeting (AGM) of the members of the company, held on 23rd Day of August, 2016 at Lok Kala Manch, 20, Lodhi Institutional Area, Lodhi Road, New Delhi-110003.
2. The management of the Company is responsible to ensure the compliance with the requirements of Companies Act 2013 and rules relating to voting through electronic means on the resolutions contained in the notice to the 23rd AGM of members of the company. My responsibility as a scrutinizer for the e-voting process is restricted to make a scrutinizer's report of the votes cast "in favor" or "against" the resolution stated above, based on the reports generated from e-voting system provided by National Securities Depository System Limited, the authorized agency to provide e-voting facilities, engaged by the company.
3. Further to the above, I submit my report as under:-





Krishna Kumar Sharma & Co.

Company Secretaries

108, Himalaya Palace, 65, Vijay Block,

Laxmi Nagar New Delhi-110092

Mobile: 98913-15949, Telefax: 011 -47587113

E-mail: krishna@cskrishna.com, kksharmacs@gmail.com

URL: cskrishna.com

- i. The e-voting period remained open from 19th August, 2016 (0900 Hours) to 22nd August, 2016 (1700 Hours).
- ii. The members of the company as on the "cut off" date i.e. 16th August, 2016 were entitled to vote on the resolutions (item no. 1 to 03 as set out in notice of 23rd AGM of the Company).
- iii. The votes cast were unblocked on 23rd August, 2016 in the presence of 2 witnesses, Mr Manan Jain and Mr Naveen Chandra who are not in employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.

Name: Manan Jain

Name: Naveen Chandra

4. Thereafter the details containing inter alia, list of Equity Shares Holders, who voted "for", "against" each of the resolutions that were put to vote, were generated from the e-voting website of National Depository System Limited (NDSL) i.e. <https://www.evoting.nsdl.com>. and based on such reports generated, the result of the e-voting is as under:-

Item No. 1:-

- 1) Ordinary Resolution To receive, consider and adopt the audited financial statements (including the consolidated financial statements) of the Company for the financial year ended March 31, 2016, the reports of the Board of Directors and Auditors thereon.

- (i) **Voted in favor of resolution**





Krishna Kumar Sharma & Co.

Company Secretaries

108, Himalaya Palace, 65, Vijay Block,

Laxmi Nagar New Delhi-110092

Mobile: 98913-15949, Telefax: 011 -47587113

E-mail: krishna@cskrishna.com, kksharmacs@gmail.com

URL: cskrishna.com

Number of members Voted	Number of Votes cast by them	% of total number of Valid votes cast (Favor and Against)
6 V	456	100

(ii) Voted **against** the resolution

Number of members Voted	Number of Votes cast by them	% of total number of Valid votes cast (Favor and Against)
-	-	-

(iii) **Invalid Votes**

Total Numbers of members whose votes were declared invalid	Total number of votes cast by them
-	-

Item No. 2:-

Ordinary Resolution to appoint a Director in place of Mrs. Prasanna Vaidya [DIN: 01256268] who retires by rotation and being eligible, offers himself for re-appointment.

(i) Voted **in favor** of resolution





Krishna Kumar Sharma & Co.

Company Secretaries

108, Himalaya Palace, 65, Vijay Block,

Laxmi Nagar New Delhi-110092

Mobile: 98913-15949, Telefax: 011 -47587113

E-mail: krishna@cskrishna.com, kksharmacs@gmail.com

URL: cskrishna.com

Number of members Voted	Number of Votes cast by them	% of total number of Valid votes cast (Favor and Against)
6	456	100

(ii) Voted **against** the resolution

Number of members Voted	Number of Votes cast by them	% of total number of Valid votes cast (Favor and Against)
-	-	-

(iii) Invalid Votes

Total Numbers of members whose votes were declared invalid	Total number of votes cast by them
-	-

Item No. 3:-

To ratify the appointment of M/s H.K. Batra & Associates, Chartered Accountants (Firm Registration Number: 009889N) as auditors of the company and to fix their remuneration.

(i) Voted **in favor** of resolution





Krishna Kumar Sharma & Co.

Company Secretaries

108, Himalaya Palace, 65, Vijay Block,

Laxmi Nagar New Delhi-110092

Mobile: 98913-15949, Telefax: 011 -47587113

E-mail: krishna@cskrishna.com, kksharmacs@gmail.com

URL: cskrishna.com

Number of members Voted	Number of Votes cast by them	% of total number of Valid votes cast (Favor and Against)
6	456	100

(ii) Voted against the resolution

Number of members Voted	Number of Votes cast by them	% of total number of Valid votes cast (Favor and Against)
-	-	-

(iii) Invalid Votes

Total Numbers of members whose votes were declared invalid	Total number of votes cast by them
-	-

Thanking you,
Yours faithfully,

For Krishna Kumar Sharma & Co.
Company Secretaries



(CS Krishna Kumar Sharma)

Proprietor

C. P. No. : 7747

Place: New Delhi

Date: 24th August, 2016



Krishna Kumar Sharma & Co.

Company Secretaries

108, Himalaya Palace, 65, Vijay Block,

Laxmi Nagar New Delhi-110092

Mobile: 98913-15949, Telefax: 011 -47587113

E-mail: krishna@cskrishna.com, kksharmacs@gmail.com

URL: cskrishna.com

Annexure III

FORM NO. MGT-13

Report of Scrutinizer(s)

[Pursuant to rule section 109 of the Companies Act, 2013 and rule 21(2) of the Companies (Management and Administration) Rules, 2014]

To

Mr. Yogesh Vaidya

Chairman

23rd Annual General Meeting of the Equity shareholders of **STG Lifecare Limited** held on 23rd Day of August, 2016 at Lok Kala Manch, 20, Lodhi Institutional Area, Lodhi Road, New Delhi-110003.

Dear Sir,

I, Krishna Kumar Sharma appointed, as Scrutinizer for the purpose of the poll taken on the below mentioned resolution(s), at the 23rd Annual General Meeting of the Equity Shareholders of **STG Lifecare Limited** (the Company) held on 23rd Day of August, 2016 at Lok Kala Manch, 20, Lodhi Institutional Area, Lodhi Road, New Delhi- 110003., submit my report as under:

1. After the time fixed for closing of the poll by the Chairman Mr. Yogesh Vaidya, ballot box kept for polling were locked in my presence with due identification marks placed by me.
2. The locked ballot boxes were subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.
3. The poll papers, which were incomplete or which were otherwise found defective have been treated as invalid and kept separately.
4. The votes cast were unblocked in the presence of 2 witnesses, Mr. Manan Jain and Mr. Naveen Chandra who are not in employment of the Company. They have signed below in confirmation of the votes being unblocked in their presence.





Krishna Kumar Sharma & Co.

Company Secretaries

108, Himalaya Palace, 65, Vijay Block,

Laxmi Nagar New Delhi-110092

Mobile: 98913-15949, Telefax: 011 -47587113

E-mail: krishna@cskrishna.com, kksharmacs@gmail.com

URL: cskrishna.com

Name: Manan Jain

Name: Naveen Chandra

5. The result of the Poll is as under:

Item No. 1:-

- 1) Ordinary Resolution to To receive, consider and adopt the audited financial statements (including the consolidated financial statements) of the Company for the financial year ended March 31, 2016, the reports of the Board of Directors and Auditors thereon.

(i) Voted **in favor** of resolution:

Number of members voted	Number of votes cast by them	% of total number of Valid votes cast (Favor and Against)
7593614	7593614	100

(ii) Voted **against** the resolution:

Number of members voted	Number of votes cast by them	% of total number of Valid votes cast (Favor and Against)
-	-	-





Krishna Kumar Sharma & Co.

Company Secretaries

108, Himalaya Palace, 65, Vijay Block,

Laxmi Nagar New Delhi-110092

Mobile: 98913-15949, Telefax: 011 -47587113

E-mail: krishna@cskrishna.com, kksharmacs@gmail.com

URL: cskrishna.com

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
-	-

Item No. 2:-

Ordinary Resolution to appoint a Director in place of Mrs. Prasanna Vaidya [DIN: 01256268] who retires by rotation and being eligible, offers himself for re-appointment.

(i) Voted in favor of resolution:

Number of members voted	Number of votes cast by them	% of total number of Valid votes cast (Favor and Against)
7593614	7593614	100

(ii) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of Valid votes cast (Favor and Against)
-	-	-





Krishna Kumar Sharma & Co.

Company Secretaries

108, Himalaya Palace, 65, Vijay Block,

Laxmi Nagar New Delhi-110092

Mobile: 98913-15949, Telefax: 011 -47587113

E-mail: krishna@cskrishna.com, kksharmacs@gmail.com

URL: cskrishna.com

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
-	-

Item No. 3:-

To ratify the appointment of M/s H.K. Batra & Associates, Chartered Accountants (Firm Registration Number: 009889N) as auditors of the company and to fix their remuneration.

(i) Voted in favor of resolution:

Number of members voted	Number of votes cast by them	% of total number of Valid votes cast (Favor and Against)
7593614	7593614	100

(ii) Voted against the resolution:

Number of members voted	Number of votes cast by them	% of total number of Valid votes cast (Favor and Against)
-	-	-





Krishna Kumar Sharma & Co.

Company Secretaries

108, Himalaya Palace, 65, Vijay Block,

Laxmi Nagar New Delhi-110092

Mobile: 98913-15949, Telefax: 011 -47587113

E-mail: krishna@cskrishna.com, kksharmacs@gmail.com

URL: cskrishna.com

(iii) Invalid Votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
-	-

6. The poll papers and all other relevant records were sealed and handed over to the Company Secretary / Director authorized by the Board for safe keeping.

Thanking you,

Date: - 24th August, 2016

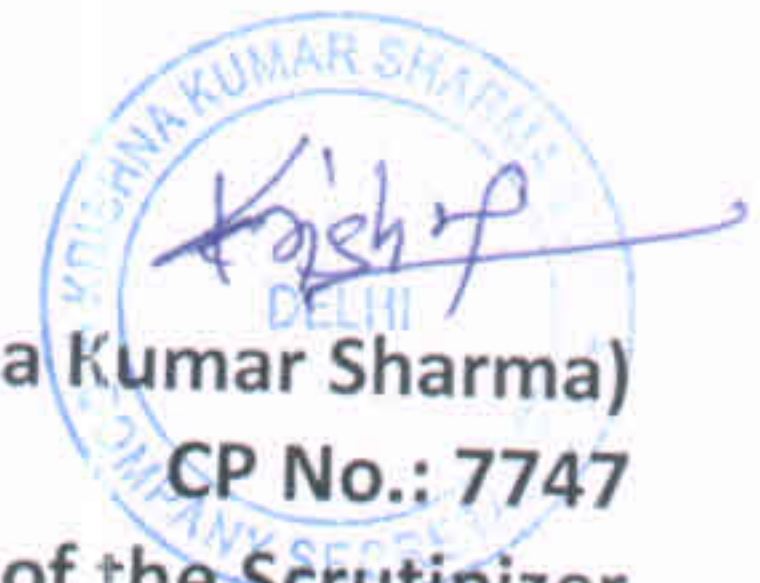
Place: - New Delhi

Yours faithfully,

(CS Krishna Kumar Sharma)

CP No.: 7747

Name and Signature of the Scrutinizer





Company Secretaries

108, Himalaya Palace, 65, Vijay Block,

Laxmi Nagar New Delhi-110092

Mobile: 98913-15949, Telefax: 011 -47587113

E-mail: krishna@cskrishna.com, kksharmacs@gmail.com

URL: cskrishna.com

Scrutinizer Report-Combined

[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 (4) (xii) of the Companies (Management and administrations) Rules, 2014]

To

The Chairman of 23rd Annual General Meeting of the members of **STG Lifecare Limited** (the Company) held on 23rd Day of August, 2016 at Lok Kala Manch, 20, Lodhi Institutional Area, Lodhi Road, New Delhi-110003.

Dear Sir,

1. I, Krishna Kumar Sharma, a Company Secretary in practice, have been appointed as a scrutinizer by
 - (i) The board of directors of STG Lifecare Limited (the Company) for the purpose of scrutinizing the e-voting process and ascertaining the requisite majority on e-voting carried out as per provisions of Section 108 of Companies Act, 2013 read with Rule 20 of the Companies (Management and Administrations) Rules 2014 and
 - (ii) the Chairman of the Annual General meeting (AGM) on poll under the provisions of the section 109 of Companies act 2013 read with Rule 21 of the Companies (Management and Administrations) Rules 2014 (Rules) on the resolutions contained in the notice of the 23rd Annual General Meeting (AGM) of the members of the company held on 23rd Day of August, 2016 at Lok Kala Manch, 20, Lodhi Institutional Area, Lodhi Road, New Delhi 110003.
2. The management of the Company is responsible to ensure the compliance with the requirements of Companies Act 2013 and rules relating to voting through electronic means on the resolutions contained in the notice to the 23rd AGM of members of the company. My responsibility as a scrutinizer for the e-voting process is restricted to make a scrutinizer's report of the votes cast "in favor" or "against" the resolution stated above, based on the reports generated from e-voting system provided by National Depository System Limited, the authorized agency to provide e-voting facilities, engaged by the company.





Krishna Kumar Sharma & Co.

Company Secretaries

108, Himalaya Palace, 65, Vijay Block,

Laxmi Nagar New Delhi-110092

Mobile: 98913-15949, Telefax: 011 -47587113

E-mail: krishna@cskrishna.com, kksharmacs@gmail.com

URL: cskrishna.com

3. I have issued separate scrutinizer's Report dated 24th August, 2016 on the e-voting and on the Poll on the resolutions contained in the Notice of AGM. As requested by Management, I submit herewith voting results of e-voting and Poll at AGM as under:-

Item No. of Notice	Votes in favor of resolution		Votes against the Resolution		Invalid Votes	Total Number of votes casted
	Nos.	% of Total Number of Valid Votes Cast(Favor and Against)	Nos.	% of Total Number of Valid Votes Cast(Favor and Against)	Nos.	
Item No. 1 of Notice (As an Ordinary Resolution)	7594070	100%	0	0	0	7594070
Item No. 2 of Notice (As an Ordinary Resolution)	7594070	100%	0	0	0	7594070
Item No. 3 of Notice (As an Ordinary Resolution)	7594070	100%	0	0	0	7594070

Thanking you,
Yours faithfully,

For Krishna Kumar Sharma & Co.
Company Secretaries

(CS Krishna Kumar Sharma)

Proprietor

C. P. No. : 7747

Place: New Delhi

Date: 24th August, 2016

