

RESULT OF POSTAL BALLOT

Pursuant to the provisions of Section 110 of the Companies Act, 2013 and Companies (Management and Administration) Rules, 2014, the approval of the shareholders was sought by postal ballot by way of special resolution to seek approval under sections 180(1)(c), 180(1)(a) and 186 of Companies Act, 2013.

The last date for e-voting and receipt of duly filled in Postal Ballot Forms by the Scrutinizer was till end of working hours on May 5, 2015.

Dr. S. K. Jain, Practicing Company Secretary was appointed as Scrutinizer for conducting the Postal Ballot process in a fair and transparent manner. The Postal Ballot forms were duly scrutinized by the Scrutinizer and the Report dated May 7, 2015 was submitted by him. Based on the said Report of the Scrutinizer, the Result of the Postal Ballots is declared as under:

Item No. 1: Special Resolution: Borrowing Limits u/s 180(1) (c) of the Companies act, 2013.

Physical Result:

Promoter/ Public	No. of Shares Held	No. of votes Polled	No. Of valid Votes	No. Of Invalid Votes	% of Votes Polled on outstanding Shares	No. of Votes in Favour	No. of Votes against	% of Votes in Favour on valid votes	% of votes against on valid votes
(1)	(2)	(3)	(4)	(5)	(6) = (3/2)x100	(7)	(8)	(9) = 7/4)x100	(10) = 8/4)x100
Promoter and Promoter Group	195176514	40034220	40034220	0	20.51%	40034220	0	100%	0
Public Institutional holders	55313812	0	0	0	0	0	0	0	0
Public Others	252991914	429120	392770	36350	0.17%	392113	657	99.83%	0.17%
Total	503482240	40463340	40426990	36350	8.03%	40426333	657	99.99%	0.001%

E-Voting Result:

Promoter/ Public	No. of Shares Held	No. of votes Polled	No. Of valid Votes	No. Of Invalid Votes	% of Votes Polled on outstanding Shares	No. of Votes in Favour	No. of Votes against	% of Votes in Favour on valid votes	% of votes against on valid votes
(1)	(2)	(3)	(4)	(5)	(6)= (3/2)x100	(7)	(8)	(9) = (7/4)x100	(10) = (8/4)x100
Promoter and Promoter Group	195176514	155142294	155142294	0	79.48%	155142294	0	100%	0
Public Institutional holders	55313812	47789907	47789907	0	86.39%	47255352	534555	98.89%	1.11%
Public Others	252991914	114159298	114159298	0	45.12%	114159298	0	100%	0
Total	503482240	317091499	317091499	0	62.97%	316556944	534555	99.84%	0.16%

Combined Result:

Promoter/ Public	No. of Shares Held	No. of votes Polled	No. Of valid Votes	No. Of Invalid Votes	% of Votes Polled on outstanding Shares	No. of Votes in Favour	No. of Votes against	% of Votes in Favour on valid votes	% of votes against on valid votes
(1)	(2)	(3)	(4)	(5)	(6)= (3/2)x100	(7)	(8)	(9) = (7/4)x100	(10) = (8/4)x100
Promoter and Promoter Group	195176514	195176514	195176514	0	100%	195176514	0	100%	0
Public Institutional holders	55313812	47789907	47789907	0	86.39%	47255352	534555	98.88%	1.12%
Public Others	252991914	114588418	114552068	36350	45.29%	114551411	657	99.99%	0.01%
Total	503482240	357554839	357518489	36350	71.01%	356983277	535212	99.85%	0.15%

Voted In Favour of Resolution

Category	No. of Votes in favour	% of Votes in favour to Valid Votes Polled i.e. 357518489
Promoter & Promoter Group	195176514	54.59%
Public Institutional holders	47255352	13.22%
Public Others	114551411	32.04%
Total	356983277	99.85%

Votes In against of Resolution

Category	No. of Votes against	% of Votes against to Valid Votes Polled i.e. 357518489
Promoter & Promoter Group	0	0
Public Institutional holders	534555	0.14%
Public Others	657	0.01%
Total	535212	0.15%

Item No. 2: Special Resolution: Creation of Charge/Mortgage on Assets of the Company u/s 180(1)(a) of the Companies act, 2013

Physical Result:

Promoter/ Public	No. of Shares Held	No. of votes Polled	No. Of valid Votes	No. Of Invalid Votes	% of Votes Polled on outstanding Shares	No. of Votes in Favour	No. of Votes against	% of Votes in Favour on valid votes	% of votes against on valid votes
(1)	(2)	(3)	(4)	(5)	(6)= (3/2)x100	(7)	(8)	(9) = 7/4)x100	(10) = 8/4)x100
Promoter and Promoter Group	195176514	40034220	40034220	0	20.51%	40034220	0	100%	0
Public Institutional holders	55313812	0	0	0	0	0	0	0	0
Public Others	252991914	429119	392769	36350	0.17%	392129	640	99.84%	0.16%
Total	503482240	40463339	40426989	36350	8.03%	40426349	640	99.99%	0.001%

E-Voting Result:

Promoter/ Public	No. of Shares Held	No. of votes Polled	No. Of valid Votes	No. Of Invalid Votes	% of Votes Polled on outstanding Shares	No. of Votes in Favour	No. of Votes against	% of Votes in Favour on valid votes	% of votes against on valid votes
(1)	(2)	(3)	(4)	(5)	(6)= (3/2)x100	(7)	(8)	(9) = (7/4)x100	(10) = (8/4)x100
Promoter and Promoter Group	195176514	155142294	155142294	0	79.48%	155142294	0	100%	0
Public Institutional holders	55313812	47789907	47789907	0	86.39%	47255352	534555	98.89%	1.11%
Public Others	252991914	114159098	114159098	0	45.12%	114159098	0	100%	0
Total	503482240	317091299	317091299	0	62.97%	316556744	534555	99.83%	0.17%



Promoter/ Public	No. of Shares Held	No. of votes Polled	No. Of valid Votes	No. Of Invalid Votes	% of Votes Polled on outstanding Shares	No. of Votes in Favour	No. of Votes against	% of Votes in Favour on valid votes	% of votes against on valid votes
(1)	(2)	(3)	(4)	(5)	(6)= (3/2)x100	(7)	(8)	(9) = 7/4)x100	(10) = 8/4)x100
Promoter and Promoter Group	195176514	195176514	195176514	0	100%	195176514	0	100%	0
Public Institutional holders	55313812	47789907	47789907	0	86.39%	47255352	534555	98.88%	1.12%
Public Others	252991914	114588217	114551867	36350	45.29%	114551227	640	99.99%	0.01%
Total	503482240	357554638	357518288	36350	71.01%	356983093	535195	99.85%	0.15%

Voted In Favour of Resolution:

Category	No. of Votes in favour	% of Votes in favour to Valid Votes Polled i.e. 357518288
Promoter & Promoter Group	195176514	54.59%
Public Institutional holders	47255352	13.22%
Public Others	114551227	32.04%
Total	356983093	99.85%

Votes In against of Resolution:

Category	No. of Votes against	% of Votes against to Valid Votes Polled i.e. 357518288
Promoter & Promoter Group	0	0
Public Institutional holders	534555	0.14%
Public Others	640	0.01%
Total	535195	0.15%

Item No. 3: Special Resolution: Loans/Guarantee/Security and Investment by the Company u/s 186 of the Companies act, 2013.

Physical Result:

Promoter/ Public	No. of Shares Held	No. of votes Polled	No. Of valid Votes	No. Of Invalid Votes	% of Votes Polled on outstanding Shares	No. of Votes in Favour	No. of Votes against	% of Votes in Favour on valid votes	% of votes against on valid votes
(1)	(2)	(3)	(4)	(5)	(6)= (3/2)x100	(7)	(8)	(9) = 7/4)x100	(10) = 8/4)x100
Promoter and Promoter Group	195176514	40034220	40034220	0	20.51%	40034220	0	100%	0
Public Institutional holders	55313812	0	0	0	0	0	0	0	0
Public Others	252991914	429119	392769	36350	0.17%	392129	640	99.84%	0.16%
Total	503482240	40463339	40426989	36350	8.03%	40426349	640	99.99%	0.001%

E-Voting Result:

Promoter/ Public	No. of Shares Held	No. of votes Polled	No. Of valid Votes	No. Of Invalid Vote s	% of Votes Polled on outstandi ng Shares	No. of Votes in Favour	No. of Votes against	% of Votes in Favour on valid votes	% of votes against on valid votes
(1)	(2)	(3)	(4)	(5)	(6)= (3/2)x100	(7)	(8)	(9) = (7/4)x1 00	(10) = (8/4)x10 0
Promoter and Promoter Group	195176514	155142294	155142294	0	79.48%	15514229 4	0	100%	0
Public Institution al holders	55313812	47789907	47789907	0	0	38578353	9211554	80.72%	19.28%
Public Others	252991914	114159098	114159098	0	45.12%	11415909 8	0	100%	0
Total	503482240	317091299	317091299	0	62.97%	30787974 5	9211554	97.09%	2.91%

Combined Result:

Promoter/ Public	No. of Shares Held	No. of votes Polled	No. Of valid Votes	No. Of Invalid Votes	% of Votes Polled on outstanding Shares	No. of Votes in Favour	No. of Votes against	% of Votes in Favour on valid votes	% of votes against on valid votes
(1)	(2)	(3)	(4)	(5)	(6)= (3/2)x100	(7)	(8)	(9) = 7/4)x100	(10) = 8/4)x100
Promoter and Promoter Group	195176514	195176514	195176514	0	100%	195176514	0	100%	0
Public Institutional holders	55313812	47789907	47789907	0	86.39%	38578353	9211554	80.72%	19.28%
Public Others	252991914	114588217	114551867	36350	45.29%	114551227	640	99.99%	0.01%
Total	503482240	357554652	357518288	36350	71.01%	348306094	9212194	97.42%	2.58%

Voted In Favour of Resolution:

Category	No. of Votes in favour	% of Votes in favour to Valid Votes Polled i.e. 357518288
Promoter & Promoter Group	195176514	54.59%
Public Institutional holders	38578353	10.79%
Public Others	114551227	32.04%
Total	348306094	97.42%

Votes In against of Resolution:

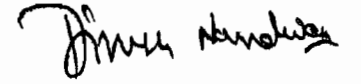
Category	No. of Votes against	% of Votes against to Valid Votes Polled i.e. 357518288
Promoter & Promoter Group	0	0
Public Institutional holders	9211554	2.57%
Public Others	640	0.01%
Total	9212194	2.58%

On the basis of the Report submitted by the Scrutinizer, I, Dinesh Nandwana, Chairman & Managing Director of the Company hereby declare that the above said Special Resolutions have been duly passed by requisite majority.

Place: Mumbai

Date: May 7, 2015

For Vakrangee Limited
(erstwhile Vakrangee Softwares Limited)



Dinesh Nandwana
Chairman and Managing Director