



**SOFTSOL INDIA LIMITED**  
(CIN: L7220TG1990PLC011771)

**Declaration of Results of Remote e-voting and Poll of 25<sup>th</sup> Annual General Meeting**

Venue : Plot No. 4, Software Units Layout, Madhapur, Hyderabad - 500 081.  
Day & Date : Wednesday, 30<sup>th</sup> day of September 2015 at 10.00 A.M.

As per the provisions of the Companies Act, 2013 and Clause 35B of the Listing Agreement, the Company had provided the facility of remote e-voting to the Shareholders to enable them to cast their vote electronically on the resolutions proposed in the notice of the 25<sup>th</sup> Annual General Meeting (AGM). The remote e-voting was open from Friday, 25<sup>th</sup> September 2015 at 09.00 A.M, and ended on Monday, 28<sup>th</sup> September, 2015 at 05.00 P.M.

In line with the provisions of the Companies Act, 2013 and in terms of the clarification issued by MCA, voting by Show of Hands was not permitted at the general meeting where e-voting has been offered to the Shareholders. Therefore, at the 25<sup>th</sup> AGM, voting was conducted through Ballot Paper.

The Board of Directors had appointed M. Vijaya Bhaskara Rao, Proprietor of M/s. VBM Rao & Associates, Company Secretary in Practice as Scrutinizer to scrutinize the remote e-voting and voting by ballot papers at the AGM in a fair & transparent manner. The Scrutinizer has carried out the scrutiny of all the electronic votes received up to 5.00 p.m. on Monday, 28<sup>th</sup> September, 2015 and ballot papers received till the conclusion of the meeting and submitted their Report on 30<sup>th</sup> September 2015.

The Consolidated Results, as per the Scrutinizers' Report dated 30<sup>th</sup> September 2015 are as follows:

S. No.	Resolutions	Type of Resolution	Number & Percentage of votes in favour (approx.)	Number & Percentage of votes against (approx.)
1.	To receive, consider and adopt the Audited Financial Statements of the Company (both standalone and consolidated basis) for the year ended March 31, 2015 and together with the Report of the Directors and the Auditors thereon.	Ordinary Resolution	11664423 99.9991%	102 0.0009

For SOFTSOL INDIA LIMITED

Scrutinizer  
M. Vijaya Bhaskara Rao





2.	To re-appoint Mr. Srinivasa Rao Madala (DIN 01180342) as Director, who retires by rotation and being eligible for re-appointment.	Ordinary Resolution	11664423 99.9991%	102 0.0009
3.	To appoint M/s. JVSL & Associates, Chartered Accountants, Hyderabad (FRN: 0150025) as Auditors for financial year 2015 – 16.	Ordinary Resolution	11664423 99.9991%	102 0.0009

Based on the consolidated Report of the Scrutinizer, all Resolutions as set out in the Notice of 25th Annual General Meeting has been duly approved by the Shareholders with requisite majority.

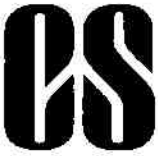
**For SoftSol India Limited**

**Bhaskara Rao Madala**  
**Whole time Director (DIN: 00474589)**

Date: 01-10-2015

Place: Hyderabad





**M. Vijaya Bhaskara Rao** LLB, FCS  
Company Secretary in Practice

**VBM Rao & Associates**  
Company Secretaries

Flat No. 106, Elite Fort Apartments  
Near Secretariat Colony, Puppalaguda  
Manikonda, Hyderabad - 500 089  
Tel Nos. 040-32211442, 96428 84441  
Email: secretaries@gmail.com

### **Consolidated Scrutinizer's Report**

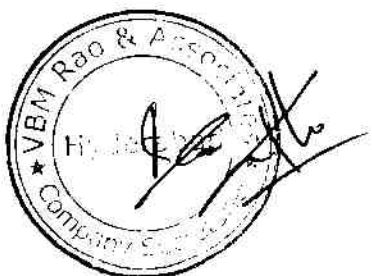
The Chairman  
25th Annual General Meeting of Equity Shareholders'  
SoftSol India Limited

Dear Sir,

Sub: Consolidated Scrutinizer's Report on Remote e-voting and Poll pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by the Companies (Management and Administration) Amendment Rules, 2015 and Clause 35B of the Listing Agreement thereof for the 25th Annual General Meeting of SOFTSOL INDIA LIMITED held on Wednesday, 30th September, 2015 at 10.00 a.m.

I, M. Vijaya Bhaskara Rao, Proprietor of M/s. VBM Rao & Associates, Company Secretary in Practice, had been appointed as the Scrutinizer by the Board of Director of SOFTSOL INDIA LIMITED pursuant to Section 108 of the Companies Act, 2013 ( "the Act") read with Rule 20 of the Companies (Management and Administration ) Rules, 2014 as amended by the Companies (Management and Administration ) Amendment Rules, 2015 and Clause 35B of the Listing Agreement thereof, to scrutinize the Remote e-voting process and Poll conducted through physical ballot forms in respect of the below mentioned resolutions at the Annual General Meeting (AGM) held on Wednesday, 30th September, 2015 at 10.00 a.m.

- 1) The Management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and related Rules in respect of voting through voting means i.e. Remote e-voting and Poll on the Resolutions contained in the Notice of the 25th Annual General Meeting of the Company.
- 2) As Scrutinizer for Remote e-voting process and for Poll conducted at the AGM, my responsibility is to provide the Scrutinizer's report of the Votes Cast in "favor" or "against" the resolutions stated in the notice, based on the votes casted through ballot papers at the meeting and reports generated from the e-voting system provided by Karvy Computershare Private Limited (Karvy).
- 3) The Shareholders of the Company holding shares as on the "cut-off" date i.e. 23rd September 2015 were entitled to vote on the resolutions as contained in the notice of the Annual General Meeting.



- 4) The Remote e-voting commenced from Friday, 25th September 2015 at 09.00 A.M, and ended on Monday, 28th September, 2015 at 05.00 P.M. and the Remote e-voting platform was blocked thereafter by Karvy.
- 5) The facility for voting through physical ballot papers was made available at the meeting and members attending the meeting, who have not already casted their vote by Remote E-voting exercised their right to vote at the meeting through ballot papers.
- 6) Immediately after conclusion of voting at the meeting, the polling box containing the ballot papers was opened and votes were counted in the presence of two witnesses being Shareholders present at the meeting.
- 7) Thereafter, the result of Remote e-voting was unblocked from the website of M/s. Karvy Computershare Private Limited. i.e. <https://evoting.karvy.com> in the presence of Ms. Mercy Sowjanya and Mr. P. Srikrishna who are not in employment of the Company.
- 8) Accordingly, I hereby submit my Consolidated Report as under on the result of the Remote e-voting and Poll conducted at the meeting in respect following Resolutions:-

**ITEM No. 1: Ordinary Resolution**

To receive, consider and adopt the Audited Financial Statements of the Company (both standalone and consolidated basis) for the year ended March 31, 2015 and together with the Report of the Directors and the Auditors thereon.

a) Voted in favor of the resolution:

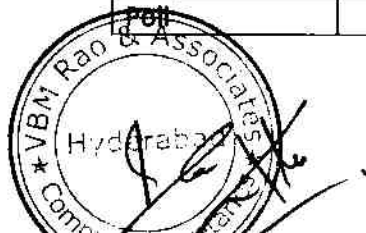
Particulars	Number of members voted	Number of Votes Cast by them	%of total number of valid votes cast
Remote e-voting	6	11315899	99.9991
Poll	19	348524	100
Total	25	11664423	99.9991

b) Voted Against the resolution:

Particulars	Number of members voted	Number of Votes Cast by them	%of total number of valid votes cast
Remote e-voting	1	102	0.0009
Poll	0	0	0
Total	1	102	0.0009

c) Invalid Votes:

Particulars	Number of members whose votes were declared invalid	Number of Votes Cast by them
Remote e-voting	0	0
Poll	0	0



**ITEM No. 2: Ordinary Resolution**

To re-appoint Mr. Srinivasa Rao Madala (DIN 01180342) as Director, who retires by rotation and being eligible for re-appointment.

a) Voted in favor of the resolution:

Particulars	Number of members voted	Number of Votes Cast by them	%of total number of valid votes cast
Remote e-voting	6	11315899	99.9991
Poll	19	348524	100
Total	25	11664423	99.9991

b) Voted Against the resolution:

Particulars	Number of members voted	Number of Votes Cast by them	%of total number of valid votes cast
Remote e-voting	1	102	0.0009
Poll	0	0	0
Total	1	102	0.0009

c) Invalid Votes:

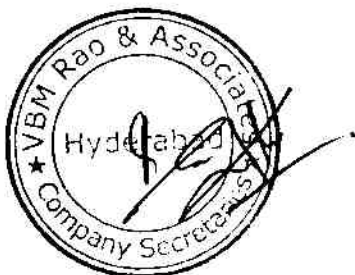
Particulars	Number of members whose votes were declared invalid	Number of Votes Cast by them
Remote e-voting	0	0
Poll	0	0

**ITEM No. 3: Ordinary Resolution**

To appoint M/s. JVSL & Associates, Chartered Accountants, Hyderabad (FRN: 0150025) as Auditors for financial year 2015 – 16.

a) Voted in favor of the resolution:

Particulars	Number of members voted	Number of Votes Cast by them	%of total number of valid votes cast
Remote e-voting	6	11315899	99.9991
Poll	19	348524	100
Total	25	11664423	99.9991



b) Voted Against the resolution:

Particulars	Number of members voted	Number of Votes Cast by them	%of total number of valid votes cast
Remote e-voting	1	102	0.0009
Poll	0	0	0
Total	1	102	0.0009

c) Invalid Votes:

Particulars	Number of members whose votes were declared invalid	Number of Votes Cast by them
Remote e-voting	0	0
Poll	0	0

- 1) All the resolutions mentioned hereinabove stand passed with the required majority through Remote e-voting and Poll and deemed to have been passed as on the date of the AGM.
- 2) I hereby confirm that I am maintaining the registers in respect of the votes casted through Poll and Remote e-voting exercised by the Shareholders of the Company. I shall arrange to hand over these records to the Company Secretary and Whole time Director of the Company.
- 3) You may accordingly declare the results of Poll and Remote e-voting process.

Thanking you,  
Yours faithfully,


For VBM Rao & Associates

  
M. Vijaya Bhaskara Rao  
Company Secretary in Practice

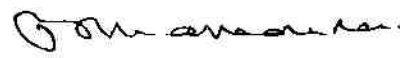
Membership No. FCS 6273  
Certificate of Practice: 5237

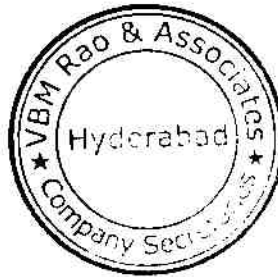
Place: Hyderabad  
Date: 30-09-2015

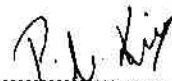
Witness:

1.   
Name: Mercy Soujanya  
Plot 31-32 | Karvy Selenium | Tower B  
Gachibowli Financial District | Nanakramguda  
Nanakramguda, Hyderabad – 500 032

Counters Singed by

  
Bhaskara Rao Madala  
Chairman of the Meeting  
(Whole time Director)



2.   
Name: P. Srikrishna  
Plot 31-32 | Karvy Selenium | Tower B  
Gachibowli Financial District |  
Nanakramguda, Hyderabad – 500 032





**M. Vijaya Bhaskara Rao** LLB, FCS  
Company Secretary in Practice

**VBM Rao & Associates**  
Company Secretaries

Flat No. 106, Elite Fort Apartments  
Near Secretariat Colony, Puppalaguda  
Manikonda, Hyderabad - 500 089  
Tel Nos. 040-32211442, 96428 84441  
Email: secretaries@gmail.com

Details of witnesses to the process of Polling conducted at the 25th Annual General Meeting of SOFTSOL INDIA LIMITED on Wednesday, 30<sup>th</sup> day of September 2015 at 10.00 A.M. at the Registered Office at Plot No. 4, Software Units Layout, Madhapur, Hyderabad - 500 081.

Name & Address	Folio No. / DP ID / Client ID	Signature
SATYANARAYANA VALLEPALLI  H NO 1-2-36/AD/G1 ADITYAAVENUE PRASHANTH NAGAR NIZAMPET ROAD, HYDERNAGAR HYDERABAD - 500 085	IN302863 / 10350447	
SRINIVAS RAO BELLAM  FLAT NO 101 H NO G-80/A1 BRR COMPLEX MADHURA NAGAR YOSUFGUDA HYDERABAD - 500 038	IN302863 / 10259082	

For VBM Rao & Associates



**M. Vijaya Bhaskara Rao**  
Company Secretary in Practice

Membership No. FCS 6273  
Certificate of Practice: 5237

Place: Hyderabad  
Date: 30-09-2015

Counters Singed by



**Bhaskara Rao Madala**  
Chairman of the Meeting  
(Whole time Director)