



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
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Report of Scrutinizer for E-Voting

[Pursuant to rule section 108 of the Companies Act, 2013 and rule 20(3) of the Companies
(Management and administration) Rules, 2014]

To
The Whole time Director
SoftSol India Limited
Plot No. 4, Software Units Layout, Infocity
Madhapur, Hyderabad – 500 081

Annual General Meeting of the Equity Shareholders of SOFTSOL INDIA LIMITED to be held on Tuesday, 30th September 2014 at the Registered Office of the Company at Plot No. 4, Software Units Layout, Infocity, Madhapur, Hyderabad – 500 081.

Dear Sir,

I, M. Vijaya Bhaskara Rao, Practicing Company Secretary, appointed as E-Scrutinizer for the purpose of the E-voting conducted on the below mentioned resolutions, from 25th September 2014 (9.00 AM) to 27th September 2014 (6.30 PM) by the Equity Shareholders of SOFTSOL INDIA LIMITED, submit our report as under:

1. That E-Voting facility was provided by Karvy Computershare Private Limited on behalf of Company.
2. After the time fixed for closing of E-Voting, the Votes casted electronically were unblocked by login into E scrutinizer window on Karvy Computershare Private Limited e voting website in the presence of two witnesses namely Mr. Ch. Parameshwara Rao and Mr. M. Sai Rajeev.
3. After downloading of results the e voting sheet printed out as it was without any modification/ change etc. and same is attached herewith.
4. The results of the Poll is as under:

Item No. 1 of the Notice relating to adoption of Annual Accounts along with the Directors and Auditors Report thereon as at 31st March 2014 (Ordinary Resolution)

Voted in favour of the Resolution			Voted Against the Resolution			Invalid Votes
Number of members casted vote electronically	Number of Votes casted by them	% of total number of valid votes cast	Number of members casted vote electronically	Number of Votes casted by them	% of total number of valid votes cast	Details of Invalid Votes
10	15044869	89.43	1	400	0.002	Nil



Item No. 2 of the Notice for re-appointment of retiring director Mr. B. S. Srinivasan.

Voted in favour of the Resolution			Voted Against the Resolution			Invalid Votes
Number of members casted vote electronically	Number of Votes casted by them	% of total number of valid votes cast	Number of members casted vote electronically	Number of Votes casted by them	% of total number of valid votes cast	Details of Invalid Votes
10	15044869	89.43	1	400	0.002	Nil

Item No. 3 of the Notice for appointment of M/s. JVSL & Associates, Chartered Accountants as Statutory Auditors of the Company.

Voted in favour of the Resolution			Voted Against the Resolution			Invalid Votes
Number of members casted vote electronically	Number of Votes casted by them	% of total number of valid votes cast	Number of members casted vote electronically	Number of Votes casted by them	% of total number of valid votes cast	Details of Invalid Votes
10	15044869	89.43	1	400	0.002	Nil

Item No. 4 of the Notice for appointment of Mrs. Neelima Thota as Director of the Company.

Voted in favour of the Resolution			Voted Against the Resolution			Invalid Votes
Number of members casted vote electronically	Number of Votes casted by them	% of total number of valid votes cast	Number of members casted vote electronically	Number of Votes casted by them	% of total number of valid votes cast	Details of Invalid Votes
10	15044869	89.43	1	400	0.002	Nil

Item No. 5 of the Notice for appointment of Mrs. Neelima Thota as Independent Director of the Company for a period of 5 years.

Voted in favour of the Resolution			Voted Against the Resolution			Invalid Votes
Number of members casted vote electronically	Number of Votes casted by them	% of total number of valid votes cast	Number of members casted vote electronically	Number of Votes casted by them	% of total number of valid votes cast	Details of Invalid Votes
10	15044869	89.43	1	400	0.002	Nil

Item No. 6 of the Notice for appointment of Dr. T. Hanuman Chowdary as Independent Director of the Company for a period of 5 years.

Voted in favour of the Resolution			Voted Against the Resolution			Invalid Votes
Number of members casted vote electronically	Number of Votes casted by them	% of total number of valid votes cast	Number of members casted vote electronically	Number of Votes casted by them	% of total number of valid votes cast	Details of Invalid Votes
10	15044869	89.43	1	400	0.002	Nil



Item No. 7 of the Notice for appointment of Mr. B. S. Srinivasan as Independent Director of the Company for a period of 5 years.

Voted in favour of the Resolution			Voted Against the Resolution			Invalid Votes
Number of members casted vote electronically	Number of Votes casted by them	% of total number of valid votes cast	Number of members casted vote electronically	Number of Votes casted by them	% of total number of valid votes cast	Details of Invalid Votes
10	15044869	89.43	1	400	0.002	Nil

Item No. 8 of the Notice for appointment of Mr. P. Venkatramaiah as Independent Director of the Company for a period of 5 years.

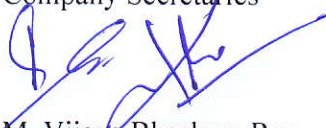
Voted in favour of the Resolution			Voted Against the Resolution			Invalid Votes
Number of members casted vote electronically	Number of Votes casted by them	% of total number of valid votes cast	Number of members casted vote electronically	Number of Votes casted by them	% of total number of valid votes cast	Details of Invalid Votes
10	15044869	89.43	1	400	0.002	Nil

Item No. 9 of the Notice for re-appointment of Mr. Bhaskara Rao Madala as Whole time Director of the Company for a period of 3 years.

Voted in favour of the Resolution			Voted Against the Resolution			Invalid Votes
Number of members casted vote electronically	Number of Votes casted by them	% of total number of valid votes cast	Number of members casted vote electronically	Number of Votes casted by them	% of total number of valid votes cast	Details of Invalid Votes
10	15044869	89.43	1	400	0.002	Nil

5. All the related documents are in our safe custody and shall be handed over to the Chief Financial Officer after the meeting is over.

Thanking you
For VBM Rao & Associates
Company Secretaries


M. Vijaya Bhaskara Rao
Company Secretary in Practice
FCS No. 6278, CP No. 5237



Place: Hyderabad
Date: 27-09-2014

Encl. Evoting sheet duly signed and witnessed.

Online Voting for Shareholders



VIDAYA BHASKARA RAO

MASTER UPLOAD QUERIES REPORTS ANALYSIS RESULTS CHANGE EVENT NO. CHANGE PASSWORD PHYSICAL BALLOT LOGOUT ADMINISTRATION

Company Name : **SOFTSOL INDIA LIMITED**
 Voting Begins on : **25 Sep 2014 09:00:00**
 Voting Ends on : **27 Sep 2014 18:30:00**
 Result Date : **30 Sep 2014**
 Benpos Date : **15 Aug 2014**
 Contact Person : **SRINIVAS MANDAVA, CFO**



Resolution	Mode	Ballots Received	Total Shares	Favour		Against		Invalid	
				Ballots	Votes	Ballots	Votes	Ballots	Votes
1	ELE	11	15044869	10	15044469	1	400	0	0
	PHY	0	0	0	0	0	0	0	0
	TOTAL	11	15044869	10	15044469	1	400	0	0
2	ELE	11	15044869	10	15044469	1	400	0	0
	PHY	0	0	0	0	0	0	0	0
	TOTAL	11	15044869	10	15044469	1	400	0	0
3	ELE	11	15044869	10	15044469	1	400	0	0
	PHY	0	0	0	0	0	0	0	0
	TOTAL	11	15044869	10	15044469	1	400	0	0
4	ELE	11	15044869	10	15044469	1	400	0	0
	PHY	0	0	0	0	0	0	0	0
	TOTAL	11	15044869	10	15044469	1	400	0	0
5	ELE	11	15044869	10	15044469	1	400	0	0
	PHY	0	0	0	0	0	0	0	0
	TOTAL	11	15044869	10	15044469	1	400	0	0
6	ELE	11	15044869	11	15044869	0	0	0	0
	PHY	0	0	0	0	0	0	0	0
	TOTAL	11	15044869	11	15044869	0	0	0	0
7	ELE	11	15044869	10	15044469	1	400	0	0
	PHY	0	0	0	0	0	0	0	0
	TOTAL	11	15044869	10	15044469	1	400	0	0
8	ELE	11	15044869	10	15044469	1	400	0	0
	PHY	0	0	0	0	0	0	0	0
	TOTAL	11	15044869	10	15044469	1	400	0	0
9	ELE	11	15044869	10	15044469	1	400	0	0
	PHY	0	0	0	0	0	0	0	0
	TOTAL	11	15044869	10	15044469	1	400	0	0

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https://evoting.karvy.com/common/Details.aspx



Witness:

① Pasunesh

② M. S. R. L.