

30th September 2016

The Manager (Listing) The Department of Corporate Services The Bombay Stock Exchange Limited 25th Floor, P. J. Towers, Dalal Street, <u>Mumbai-400 001</u>

Dear Sir

Sub: Voting Results of 26th Annual General Meeting - 2016 held on 30th September 2016 along with Scrutinizers Report pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Ref: Scrip Code: 532344

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed the voting results in respect of resolutions passed at the 26th Annual General Meeting of the Company held on 30th September 2016 at the Registered Office of the Company at Plot No. 4, Software Units Layout, Madhapur, Hyderabad - 500 081, Telangana.

Also please find enclosed Scrutinizers Report on Remote e-voting conducted 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 voting by Ballot at the 26th Annual General Meeting of SOFTSOL INDIA LIMITED held on Friday, 30th September, 2016 at 10.00 a.m.

This is for your records and to place on the trading screen, other places of the website of the Exchange.

Thanking you Yours faithfully For SoftSol India Limited

Bhaskar Rao Madala Whole time Director

Encl. Voting Results and Scrutinizers Report

	SOFTSOL INDIA LIMITED
Date of the AGM/EGM	30-09-2016
Total number of shareholders on record date	1843
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	2
Public:	18
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable

Resolution No.	1										
Resolution required: (Ordinary/ Special)	ORDINARY - Ado	ORDINARY - Adoption of Financial Statements.									
Whether promoter/ promoter group are interested in the agenda/resolution?	NO										
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100		No. of Votes –	% of Votes in favour on votes polled	% of Votes against on votes polled			
Category	E-Voting	12183328 -	11841907	and the second sec	1	against (5)		(7)=[(5)/(2)]*100 0.0000			
	Poll		316121				100.0000	0.0000			
	Postal Ballot (if		510121	2.5547	510121	0	100.0000	0.0000			
Promoter and Promoter Group	applicable)		0	0.0000	00	0	0.0000	0.0000			
	Total		12158028	the second		0	100	0			
	E-Voting		0	0.0000	00	0	0.0000	0.0000			
	Poll		0	0.0000	00	0	0.0000	0.0000			
Public- Institutions	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000			
	Total		0	0	0	0	0	0			
	E-Voting		3870065	83.4212	3869963	102	99.9973	0.0026			
	Poll	4620105	39604	0.8537	39604	0	100.0000	0.0000			
Public- Non Institutions	Postal Ballot (if applicable)	- 4639185	0	0.0000	00	0	0.0000	0.0000			
	Total		3909669	84.2749	3909567	102	99.9974	0.0026			
	Total	16822513	16067697	95.5131	16067595	102	99.9994	0.0006			

For SOFTSOL INDIA LIMITED BHASKARA RAO MADALA Whole Time Director

Resolution No.	2	2									
Resolution required: (Ordinary/ Special)	ORDINARY - Reap	pointment of Direct	tor Mr. Bhaskara R	ao Madala.							
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes										
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)={(2)/(1)]* 100		No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100			
	E-Voting	12183328	11841907	97.1976	11841907	0	100.0000	0.0000			
	Poll		316121	2.5947	316121	0	100.0000	0.0000			
Promoter and Promoter Group	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000			
	Total		12158028			0	100				
	E-Voting		0	0.0000		0	0.0000	-			
	Poll	-	0	0.0000		0	0.0000				
Public- Institutions	Postal Ballot (if applicable)	0	0	0.0000		0	0.0000	0.0000			
	Total		0	0	0	0	0	0			
	E-Voting		3870065	83.4212	3869963	102	99.9973	0.0026			
	Poll	4639185	39604	0.8537	39604	0	100.0000	0.0000			
Public- Non Institutions	Postal Ballot (if applicable)	4039103	0	0.0000	00	0	0.0000	0.0000			
	Total		3909669	84.2749	3909567	102	99.9974	0.0026			
	Total	16822513	16067697	95.5131	16067595	102	99.9994	0.0006			

For SOFTSOL INDIA LIMITED

Resolution No.	3										
Resolution required: (Ordinary/ Special)	ORDINARY - Reap	ORDINARY - Reappointment of Auditors for the FY 2016-17.									
Whether promoter/ promoter group are interested in the agenda/resolution?	NO										
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100		No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100			
	E-Voting	12183328	11841907	97.1976	11841907	0	100.0000	0.0000			
	Poll		316121	2.5947	316121	0	100.0000	0.0000			
Promoter and Promoter Group	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000			
	Total	1 2 3 3	12158028	99.7923	12158028	0	100	0			
	E-Voting		0	0.0000	00	0	0.0000	0.0000			
	Poll		0	0.0000	00	0	0.0000	0.0000			
Public- Institutions	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000			
	Total		0	0	0	Ő		0			
	E-Voting		3870065	83.4212	3869963	102	99.9973	0.0026			
	Poll	4639185	39604	0.8537	39604	0	100.0000	0.0000			
Public- Non Institutions	Postal Ballot (if applicable)	+035105	0	0.0000	00	0	0.0000	0.0000			
	Total		3909669	84.2749	3909567	102	99.9974	0.0026			
and the second	Total	16822513	16067697	95.5131	16067595	102	99.9994	0.0006			

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For SOFTSOL INDIA LIMITED BHASKARA RAO MADALA Whole Time Director

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H.No. 8-1-301/26, Lakshmi Nagar Colony Shaikpet Nala, Hyderabad - 500 008. Tel: 040-23564441, 9642884441 Email: secretaries@gmail.com

The Chairman 26th Annual General Meeting of Equity Shareholders' SoftSol India Limited

Dear Sir,

Sub: Consolidated Scrutinizer's Report on Remote e-voting conducted 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 voting by Ballot at the 26th Annual General Meeting of SOFTSOL INDIA LIMITED held on Friday, 30th September, 2016 at 10.00 a.m.

- I, M. Vijaya Bhaskara Rao, Proprietor of M/s. VBM Rao & Associates, Company Secretary in Practice (Membership No. FCS 6273, CP 5237) having my office at H. No. 8-1-301/26, Lakshmi Nagar Colony, Shaikpet Nala, Hyderabad - 500 008, had been appointed as the Scrutinizer of SOFTSOL INDIA LIMITED (CIN: L7220TG1990PLC011771) pursuant to Section 108 of the Companies Act, 2013 ("the Act") read with Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 as amended from time in respect of the Three items (Resolutions) referred to in subsequent paragraphs for the purpose of scrutinizing in fair and transparent manner the Remote e-voting process and to scrutinize Ballot forms as may be received from the Shareholders at the AGM Venue in respect of the below mentioned resolutions at the 26th Annual General Meeting (AGM) held on Friday, 30th September, 2016 at 10.00 a.m. at the Registered Office of the Company at Plot No. 4, Software Units Layout, Madhapur, Hyderabad - 500 081, Telangana.
- 2. 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 26th Annual General Meeting of the Company.
- 3. 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).
- 4. The notices of the 26th Annual General Meeting were dispatched on 6th September 2016 by Professional Couriers.
- The public advertisement with respect to dispatch of Notice of the 26th Annual General Meeting and conducting of voting through electronic means was published in "Business Standard" English News Paper and "Prajashakti" Telugu News Paper on 2nd September 2016.





- 6. The members were given an option to vote electronically on e-voting platform, provided by the M/s. Karvy Computershare Private Limited with which the Company had made necessary arrangement as well as by Ballot to those who had not cast their votes earlier through remote e-voting facility.
- 7. The Shareholders of the Company holding shares as on the "cut-off" date i.e. 23rd September 2016 were entitled to vote on the resolutions as contained in the notice of the Annual General Meeting.
- 8. The Remote e-voting commenced from Monday, 26th September 2016 at 10.00 A.M, and ended on Thursday, 29th September, 2016 at 05.00 P.M. and the Remote e-voting platform was blocked thereafter by Karvy.
- 9. The electronic votes cast accordingly were taken into account and at the end of the said voting period on 29th September 2016 at 5.00 PM and the Karvy e-voting portal was blocked thereafter.
- 10. The votes cast by e-voting were unblocked on 30th September 2016 after 2.00 PM in the presence of two witness Mr. M V N SASTRY, Asst Manager-Corporate Registry | Karvy Computershare Private Limited and Ms. Mercy Sowjanya, Asst Manager-Corporate Registry | Karvy Computershare Private Limited who are not in the employment of the Company.
- 11. A register has been maintained electronically to record the assent and dissent votes in the respect of the resolutions.
- 12. I have scrutinized and reviewed the remote e-voting and votes tendered therein based on the data from Karvy Computershare Private Limited e-voting system and voting by Poll at the AGM.
- 13. 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, 2016 and together with the Report of the Directors and the Auditors thereon.

Particulars	Remote e-voting		Vote by Poll AGM		Tota		
	Number of Shareholders	Votes	Number of Shareholders	Votes	Number of Shareholders	Votes	%
Favour	7	15711870	18	355725	25	16067595	99.99
Against	1	102	0	0	1	102	0.01
Invalid	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Total	8	15711972	18	355725	26	16067697	100



ITEM No. 2: Ordinary Resolution

To appoint a Director in place of Mr. Bhaskara Rao Madala (DIN 00474589), who retires by rotation and being eligible, offers himself for re-appointment.

Particulars	Remote e-voting		Vote by Poll AGM		Tota		
	Number of Shareholders	Votes	Number of Shareholders	Votes	Number of Shareholders	Votes	%
Favour	7	15711870	18	355725	25	16067595	99.99
Against	1	102	0	0	1	102	0.01
Invalid	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Total	8	15711972	18	355725	26	16067697	100

ITEM No. 3: Ordinary Resolution

To re-appoint M/s. JVSL & Associates, Chartered Accountants, Hyderabad (FRN: 015002S) as the Statutory Auditors of the Company for the financial year 2016-17.

Particulars	Remote e-voting		Vote by Poll AGM		Tota		
	Number of Shareholders	Votes	Number of Shareholders	Votes	Number of Shareholders	Votes	%
Favour	7	15711870	18	355725	25	16067595	99.99
Against	1	102	0	0	1	102	0.01
Invalid	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Total	8	15711972	18	355725	26	16067697	100

Yours faithfully,

For VBM Rao & Associates

M. Vijava Bhaskara Rao Company Secretary in Practice

Membership No. FCS 6273 Certificate of Practice: 5237

Place: Hyderabad Date: 30-09-2016



Counters Singed by

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

We the undersigned witnessed that the votes were unblocked / finalized from the e-voting website of the Karvy Computershare Private Limited (https://evoting.karvy.com) and the polling boxes were opened after the conclusion of the 26th Annual General Meeting of the Company in our presence on 30th September 2016.

Witness: 1

Name: Mr. M V N SASTRY Asst Manager-Corporate Registry Karvy Computershare Private Limited Plot 31-32 | Karvy Selenium | Tower B Gachibowli Financial District | Nanakramguda Nanakramguda, Hyderabad – 500 032 2. P.M. Soutenger.

Name: Ms. Mercy Sowjanya Asst Manager-Corporate Registry Karvy Computershare Private Limited Plot 31-32 | Karvy Selenium | Tower B Gachibowli Financial District | Nanakramguda, Hyderabad – 500 032