



## SOFTSOL INDIA LIMITED

CIN: L72200TG1990PLC011771

Regd Office: Plot No. 4, Software Units Layout,  
Madhapur, Hyderabad - 500081, Telangana, India

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Email: cs@softsol.com,

Website: www.softsolindia.com

21st December 2022

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

Dear Sir/Madam

**Subject: Result of postal ballot by remote e-voting process relating to the Notice of Postal Ballot dated November 14, 2022.**

**Ref: Scrip Code: 532344 - SOFTSOL INDIA LIMITED**

This is in furtherance of our intimation letter dated November 17, 2022, enclosing a copy of the postal ballot notice ("Postal Ballot Notice") seeking the approval of members for the buyback of fully paid-up equity shares of SOFTSOL INDIA LIMITED (the "Company") up to 20,58,824 equity shares having a face value of INR 10/- (Indian Rupees Ten Only) at a price of Rs.170/- per share for an aggregate amount not exceeding Rs. 35.00 crores through tender offer route on proportionate basis in accordance with the provisions of SEBI (Buyback of Securities) Regulations, 2018 and Companies Act, 2013.

We further inform that pursuant to the provisions of Section 110 of the Companies Act, 2013, read with the Companies (Management and Administration) Rules, 2014, as amended, the Company conducted the postal ballot as set out in the Postal Ballot Notice dated November 14, 2022. Remote e-voting ended at 5.00 p.m. (IST) on Tuesday, December 20, 2022, post which the scrutinizer submitted his report on the results of the postal ballot.

Based on the report of the Scrutinizer, we hereby inform that the members of the Company have duly **passed the special resolution** approving the Buyback.

Pursuant to Regulation 44(3) of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015, as amended, we are submitting herewith the details of the voting results and the Scrutinizer's Report in this behalf.

The voting results and the Scrutinizer's Report will also be available on the Company's website [www.softsolindia.com](http://www.softsolindia.com). We request you to take the above information on record.

Thanking you & Yours faithfully  
**For SoftSol India Limited**

**Bhaskar Rao Madala (DIN: 00474589)**  
**Whole time Director**  
Encl. Voting Results and Scrutinizers Report

**A) DETAILS OF THE VOTING RESULT BY POSTAL BALLOT PROCESS PURSUANT TO REGULATION 44(3) OF LISTING REGULATIONS**

S. No	Particulars	Details
1	Date of the Postal Ballot Notice	November 14, 2022
2	Total Number of Shareholders on Cut-off date	2693 as on Cut-off date i.e Friday, November 11, 2022
3	Special Resolution	Approval for Buyback of Equity Shares of the Company
4	Mode of voting	Remote e-voting
5	No. of shareholders present in the meeting in person or through proxy:  Promoters and Promoter Group: Public:	Not applicable
6	No. of shareholders attended the meeting through video conferencing:  Promoters and Promoter Group: Public:	Not applicable

**B) RESULTS OF THE MEETING**

S. No	Agenda	Resolution required	Mode of Voting	Remarks
1	Approval for Buyback of Equity Shares of the Company	Special	Remote e-voting	Passed with requisite majority

**For SoftSol India Limited**

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



**VBM Rao & Associates**  
Company Secretaries  
**M. Vijaya Bhaskara Rao** LLB,FCS  
Company Secretary in Practice

Flat. 509, Elite Fort Apartments  
Secretariat Colony, Puppalaguda  
Manikonda, Hyderabad - 500089  
9642884441, 9492844441, vbmrao  
@gmail.com /secretaries@gmail.com

The Chairman

SOFTSOL INDIA LIMITED (CIN: L72200TG1990PLC011771)

Registered Office: Plot No. 4

Software Units Layout, Madhapur

Hyderabad - 500 081, Telangana

Dear Sir,

**Sub: Report on the Postal Ballot by Remote E-Voting process- SOFTSOL INDIA LIMITED - Reg**

**Ref: Notice of Postal Ballot dated November 14, 2022.**

1. I, M. Vijaya Bhaskara Rao, Practicing Company Secretary of M/s VBM Rao & Associates, Company Secretaries was appointed as a Scrutinizer by the Board of Directors of SOFTSOL INDIA LIMITED ("the Company") to conduct the postal ballot process in a fair and transparent manner in respect of special resolution for approval for the Buyback of Equity Shares of the Company pursuant to the Notice dated November 14, 2022, issued under Section 110, 108 and other applicable provisions, if any, of the Companies Act, 2013 (the "Companies Act"), read with Rules 20 and 22 of the Companies (Management and Administration) Rules, 2014 (the "Management Rules") and the General Circular Nos. 14/2020 dated April 8, 2020 read with Circular no 03/2022 dated May 5, 2022 and other applicable circular thereto issued from time to time by the Ministry of Corporate Affairs ("MCA Circulars"), Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 ("Listing Regulations"), and other applicable laws, rules and regulations (including any statutory modification or re-enactment thereof for the time being in force and as amended from time to time).
2. The Company had dispatched Postal Ballot notice along with explanatory statement on November 17, 2022 through electronic mode to all those Members, whose e-mail address were registered with the Company or Registrar and Share Transfer Agent of the Company or with their respective Depository Participant and whose names appear in the Register of Members of the Company / List of Beneficial Owners as maintained by the Depositories as on November 11, 2022 ("cut-off date"). The Postal Ballot Notice was made available on the website of the Company, websites of Stock Exchange i.e. BSE Ltd and also on the website of KFin Technologies Limited ("KFintech") the authorized agency appointed for providing for facilitating e-voting to enable the members to cast their votes electronically.
3. An advertisement was also published in all editions of Financial Express (English) and Hyderabad editions of Nava Telangana (Telugu) on November 18, 2022 regarding service of Postal Ballot notice to eligible members through electronic mode only specifying the period when members can cast e-voting, availability of the Postal Ballot notice on the websites of the Company, Stock Exchanges and KFintech, instructions for e-voting etc.





4. The management of the Company is responsible to ensure the compliance with requirements of the Companies Act and the Buyback Rules relating to postal ballot voting by electronic means. My responsibility as a Scrutinizer was to ensure that the voting process was conducted in a fair and transparent manner and submit a consolidated Scrutinizer's Report on the voting on the said special resolution based on the reports generated from the electronic voting system provided by KFintech.

5. Further to the above, I submit my report as under:

I. The Members of the Company holding shares as on cut-off date i.e. November 11, 2022 were entitled to vote on the resolution contained in the Postal Ballot Notice. Members were provided with the facility to cast their votes on the designated platform of KFintech viz., [www.//evoting.kfintech.com](http://www.evoting.kfintech.com).

II. The remote e-voting commenced at 09:00 a.m. IST on November 21, 2022 (Monday) and ends at 05.00 p.m. IST on December 20, 2022 (Tuesday). Further, the remote e- voting process was monitored through the scrutinizer's secured link provided by KFintech on its designated website [www.//evoting.kfintech.com](http://www.evoting.kfintech.com).

III. The e-voting was unblocked by me immediately after the end of e-voting period in presence of two witnesses not in the employment of the Company and e-voting report was downloaded from the website of KFintech in respect of members, who voted through e-voting.

IV. The particulars of remote e-voting report generated from electronic registry of KFintech have been entered in a separate Register maintained for this purpose.

V. The votes received electronically (remote e-voting) were duly scrutinized and the shareholding was reconciled with the Register of Members/List of Beneficial Owners of the Company as on November 11, 2022. Based on the reports generated from KFintech e-voting system, my consolidated report on the result of voting through remote e-voting in respect of passing of the SPECIAL RESOLUTION contained in the Notice dated November 14, 2022 through Postal Ballot is as under:

**Resolution: Special Resolution**

1. Buyback of equity shares of the Company up to 20,58,824 equity shares of Re 10/- each at a price of Rs.170/- per share for an aggregate amount not exceeding Rs. 35.00 crores through tender offer route on proportionate basis in accordance with SEBI (Buyback of Securities) Regulations, 2018 and Companies Act, 2013:

**Resolution required: Special Resolution**

**Whether Promoters/Promoter Group are interested in the Resolution: NO**

a) Votes cast "in favour" of the resolution:

Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
35	4460223	99.99

b) Votes cast "against" the resolution:

Number of members who voted	Number of votes cast by them	% of total number of valid votes cast
2	180	0.01



c) Invalid votes:

Total number of members whose votes were declared invalid	Total number of votes cast by them
0	0

c) Abstain votes:

Total number of members who abstained from voting	Total number of votes
0	0

Based on the aforesaid result, I report that the special resolution contained in the Notice dated November 14, 2022, has been passed with the requisite majority.

All electronic data and relevant records relating to postal ballot will remain in my custody until the Chairperson considers, approves, and signs the minutes of Postal Ballot and same shall be handed over thereafter to the Company Secretary for safe keeping.

Yours faithfully,  
For VBM Rao & Associates



**M. Vijaya Bhaskara Rao**  
Company Secretary in Practice  
M. No. FCS 6273 & CP No. 5237  
UDIN: F006273D002764710



Place: Hyderabad  
Date: 21/12/2022