

October 1, 2015

Bombay Stock Exchange Limited
Floor 25, P.J. Towers,
Dalal Street,
Mumbai – 400 001.

Sub: Outcome of 27th Annual General Meeting and Voting Results
Ref: Clause 31 and 35A of the Listing Agreement
Ref: Scrip Code: 530703 Scrip ID: INFODRIVE

Dear Sir,

Please take note that our members at the 27th Annual General Meeting of the Company held on September 30, 2015 passed the all the resolutions as enumerated below:

1. To receive, consider and adopt the Standalone & Consolidated Audited Financial Statements of the Company for the year ended March 31, 2015 including Audited Balance Sheet as at March 31, 2015 and the Statement of Profit & Loss for the year ended on that date and the reports of the Board of Directors ("the Board") and Auditors thereon.
2. To appoint a Director in place of Mr. Alavur Lakshmi Narasimhan Madhavann (DIN 03551989), who retires by rotation and being eligible, offers himself for reappointment.
3. To ratify the appointment of M/s K. S .Reddy Associates, Chartered Accountants, Chennai (Firm's Registration No 009013S) as the Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting until the conclusion of 29th Annual General Meeting, and to fix their remuneration.
4. Appointment of Ms. Smitha Ramachandran (DIN: 02535610) as a Director of the Company.
5. Appointment of Ms. Lakshmi Sankarakrishnan Ramalingam (DIN: 02576900) as an Independent Director of the Company.
6. To borrow money exceed the aggregate of the paid-up capital and free reserves of the Company but shall not exceed the sum of Rupees 500 Crore (Rupees Five Hundred Crore Only) at any one time.
7. Increase the limit of investment by Foreign Institutional Investors ("FIIs") including their sub-accounts in the equity shares of the Company under the Portfolio Investment Scheme under FEMA to 100%.
8. To alter Articles of Association
9. Appointment of Branch Auditor.
10. To ratify the appointment of Mr. A. S. Giridhar as Manager of the Company.

Copies of voting results as required under clause 35A of the Listing Agreement and Scrutinizer Report thereon are enclosed for your kind information and records.

Thanking you
For Info-Drive Software Limited



V N Seshagiri Rao
Director



Info-Drive Software Limited
27th Annual General Meeting – Clause 35A Report
Category wise- summary of poll results
Scrip Code: 530703, Scrip ID: Infodrive

Date of the AGM	September 30, 2015
Total number of shareholders on record date i.e. September 23, 2015	8328
No. of shareholders present in the meeting either in person or through proxy	80
Promoters and Promoter Group	2
Public:	78
No. of Shareholders attended the meeting through Video Conferencing	Nil
Promoters and Promoter Group:	Nil
Public:	Nil
Mode of voting	E-voting and Poll

AGENDA WISE:-

Resolution No: 1: To receive, consider and adopt the Standalone & Consolidated Audited Financial Statements of the Company for the year ended March 31, 2015 including Audited Balance Sheet as at March 31, 2015 and the Statement of Profit & Loss for the year ended on that date and the reports of the Board of Directors ("the Board") and Auditors thereon.

Mode of Resolution: Ordinary

Promoter /Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)] *100	No. of Votes – in Favour (4)	No. of Votes – in Against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)] *100	% of Votes against on votes polled (7)=[(5)/(2)] *100
Promoter and Promoter Group	1183508	1183508	100.00	1183508	0	100.00	0.00
Public – Institutional holders	138760106	137923706	99.39	137923706	0	100.00	0.00
Public – Others	419120586	98670191	23.54	98657211	12980	99.98	0.02
Total	559064200	237777405	41.77	237764425	12980	99.99	0.01



Resolution No: 2: To appoint a Director in place of Mr. Alavur Lakshmi Narasimhan Madhavann (DIN 03551989), who retires by rotation and being eligible, offers himself for reappointment.

Mode of Resolution: Ordinary

Promoter /Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)] *100	No. of Votes – in Favour (4)	No. of Votes – in Against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)] *100	% of Votes against on votes polled (7)=[(5)/(2)] *100
Promoter and Promoter Group	1183508	1183508	100.00	1183508	0	100.00	0.00
Public – Institutional holders	138760106	137923706	99.39	137923706	0	100.00	0.00
Public – Others	419120586	98670191	23.54	98657211	12980	99.98	0.02
Total	559064200	237777405	41.77	237764425	12980	99.99	0.01

Resolution No: 3: To ratify the appointment of M/s K. S .Reddy Associates, Chartered Accountants, Chennai (Firm's Registration No 009013S) as the Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting until the conclusion of 29th Annual General Meeting, and to fix their remuneration..

Mode of Resolution: Ordinary

Promoter /Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)] *100	No. of Votes – in Favour (4)	No. of Votes – in Against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)] *100	% of Votes against on votes polled (7)=[(5)/(2)] *100
Promoter and Promoter Group	1183508	1183508	100.00	1183508	0	100.00	0.00
Public – Institutional holders	138760106	137923706	99.39	137923706	0	100.00	0.00
Public – Others	419120586	98670191	23.54	98656946	13245	99.98	0.02
Total	559064200	237777405	41.77	237764160	13245	99.99	0.01

Resolution No: 4: Appointment of Ms. Smitha Ramachandran (DIN: 02535610) as a Director of the Company.

Mode of Resolution: Ordinary

Promoter /Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)] *100	No. of Votes – in Favour (4)	No. of Votes – in Against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)] *100	% of Votes against on votes polled (7)=[(5)/(2)] *100
Promoter and Promoter Group	1183508	1183508	100.00	1183508	0	100.00	0.00
Public – Institutional holders	138760106	137923706	99.39	137923706	0	100.00	0.00
Public – Others	419120586	98670191	23.54	98527711	142480	99.85	0.15
Total	559064200	237777405	41.77	237634425	142980	99.94	0.06



Resolution No: 5: Appointment of Ms. Lakshmi Sankarakrishnan Ramalingam (DIN: 02576900) as an Independent Director of the Company.

Mode of Resolution: Ordinary

Promoter /Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)] *100	No. of Votes – in Favour (4)	No. of Votes – in Against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)] *100	% of Votes against on votes polled (7)=[(5)/(2)] *100
Promoter and Promoter Group	1183508	1183508	100.00	1183508	0	100.00	0.00
Public – Institutional holders	138760106	137923706	99.39	137923706	0	100.00	0.00
Public – Others	419120586	98670191	23.54	98657211	12980	99.98	0.02
Total	559064200	237777405	41.77	237764425	12980	99.99	0.01

Resolution No: 6: To borrow money exceed the aggregate of the paid-up capital and free reserves of the Company but shall not exceed the sum of Rupees 500 Crore (Rupees Five Hundred Crore Only) at any one time.

Mode of Resolution: Special

Promoter /Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)] *100	No. of Votes – in Favour (4)	No. of Votes – in Against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)] *100	% of Votes against on votes polled (7)=[(5)/(2)] *100
Promoter and Promoter Group	1183508	1183508	100.00	1183508	0	100.00	0.00
Public – Institutional holders	138760106	137923706	99.39	137923706	0	100.00	0.00
Public – Others	419120586	98670191	23.54	98657211	12980	99.98	0.02
Total	559064200	237777405	41.77	237764425	12980	99.99	0.01

Resolution No: 7: Increase the limit of investment by Foreign Institutional Investors (“FIIs”) including their sub-accounts in the equity shares of the Company under the Portfolio Investment Scheme under FEMA to 100%.

Mode of Resolution: Special

Promoter /Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)] *100	No. of Votes – in Favour (4)	No. of Votes – in Against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)] *100	% of Votes against on votes polled (7)=[(5)/(2)] *100
Promoter and Promoter Group	1183508	1183508	100.00	1183508	0	100.00	0.00
Public – Institutional holders	138760106	137923706	99.39	137923706	0	100.00	0.00
Public – Others	419120586	98587941	23.52	98574961	12980	99.98	0.02
Total	559064200	237696155	42.51	237683175	12980	99.99	0.01



Resolution No: 8: To alter Articles of Association

Mode of Resolution: Special

Promoter /Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)] *100	No. of Votes – in Favour (4)	No. of Votes – in Against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)] *100	% of Votes against on votes polled (7)=[(5)/(2)] *100
Promoter and Promoter Group	1183508	1183508	100.00	1183508	0	100.00	0.00
Public – Institutional holders	138760106	137923706	99.39	137923706	0	100.00	0.00
Public – Others	419120586	98670191	23.54	98657211	12980	99.98	0.02
Total	559064200	237777405	41.77	237764425	12980	99.99	0.01

Resolution No: 9: Appointment of Branch Auditor

Mode of Resolution: Ordinary

Promoter /Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)] *100	No. of Votes – in Favour (4)	No. of Votes – in Against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)] *100	% of Votes against on votes polled (7)=[(5)/(2)] *100
Promoter and Promoter Group	1183508	1183508	100.00	1183508	0	100.00	0.00
Public – Institutional holders	138760106	137923706	99.39	137923706	0	100.00	0.00
Public – Others	419120586	98670191	23.54	98657211	12980	99.98	0.02
Total	559064200	237777405	41.77	237764425	12980	99.99	0.01

Resolution No: 10: To ratify the appointment of Mr. A. S. Giridhar as Manager of the Company.

Mode of Resolution: Ordinary

Promoter /Public	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)] *100	No. of Votes – in Favour (4)	No. of Votes – in Against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)] *100	% of Votes against on votes polled (7)=[(5)/(2)] *100
Promoter and Promoter Group	1183508	1183508	100.00	1183508	0	100.00	0.00
Public – Institutional holders	138760106	137923706	99.39	137923706	0	100.00	0.00
Public – Others	419120586	98670191	23.54	98657211	12980	99.98	0.02
Total	559064200	237777405	41.77	237764425	12980	99.99	0.01



REPORT OF SCRUTINIZER

To

The Chairman of 27th Annual General Meeting of the members of **M/s. Info-Drive Software Limited** ("the Company") held on the Wednesday, 30th day of September, 2015 at No.39, The Auditorium, Mylapore Club, Luz Church Road, Mylapore, Chennai-600 004.

Dear Sir,

We, Srivatsan & Associates, Chartered Accountants in Practice, were appointed as Scrutinizer by the M/s. Info-Drive Software Limited ("the Company") for the purpose of Scrutinizing e-voting process and voting by use of polling papers at the meeting pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 & 21 of the Companies (Management and Administration) Amendment Rules, 2015 and Clause 35B of the Listing Agreement in respect of below mentioned resolutions proposed at the 27th Annual General Meeting of the Equity Shareholders of the Company held on 30th day of September, 2015 at No.39, The Auditorium, Mylapore Club, Luz Church Road, Mylapore, Chennai-600 004, submit our report as under:

1. The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to e-voting and polling papers and on the resolutions contained in the Notice of 27th Annual General Meeting (AGM) of the members of the Company. Our responsibility as a Scrutinizer for the e-voting process and voting through polling process conducted at the AGM is restricted to make consolidated Scrutinizer's Report of the votes cast "in favour" or "against" the resolutions as stated in the said Notice, based on the reports generated from the e-voting system provided by M/s. Central Depository Services (India) Limited (CDSL), the authorized agency engaged by the Company to provide e-voting facility for e-voting and polling conducted at the meeting.
2. The e-voting period remained open from September 27, 2015 (09.00 A.M) to September 29, 2015 (5.00 P.M).
3. The shareholders holding shares as on "cut-off date" September 23, 2015 were entitled to vote on the proposed resolutions (Item No.1 to Item No.10 as set out in the Notice dated 14.08.2015 along with Statement setting out material facts under Section 102 of the Act.
4. The locked ballot box was subsequently opened in my presence along with two witnesses namely Ms. M. S. Anantha Lakshmi and Ms. V. Sukanya and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Registrar and Transfer Agents of the Company M/s. Cameo Corporate Services Limited and the authorizations/proxies lodged with the Company.



5. As required under the said rules, after the closure of the voting at the Annual General Meeting, the votes cast through poll were counted, thereafter the votes cast under e-voting facility were unblocked in the presence of Ms. M. S. Anantha Lakshmi and Ms. V. Sukanya who are not in employment with the Company.
6. The poll papers which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.
7. Summary of the e-voting and poll is as follows:

Item No.1:-

To receive, consider and adopt the Standalone & Consolidated Audited Financial Statements of the Company for the year ended March 31, 2015 including Audited Balance Sheet as at March 31, 2015 and the Statement of Profit & Loss for the year ended on that date and the reports of the Board of Directors ("the Board") and Auditors thereon.

- i. Voted in Favour or Against the resolution:

Particulars	Number of Members voted (in person or by proxy)			Number of votes contained in			%
	E-Voting	Poll	Total	E-Voting	Poll	Total	
Voted in Favour	15	25	40	4,45,41,250	18,89,51,775	23,34,93,025	99.99
Voted Against	1	-	1	12,980	-	12,980	0.01
Total	16	25	41	4,45,54,230	18,89,51,775	23,35,06,005	100.00

- ii. Abstain/Invalid votes:

Number of Members voted (in person or by proxy)			Number of votes contained in		
E-Voting	Poll	Total	E-Voting	Poll	Total
-	1	1	-	1,000	1,000

The ordinary resolution has been passed under e-voting and poll with requisite majority.



Item No.2:-

To appoint a Director in place of Mr. Alavur Lakshmi Narasimhan Madhavann (DIN 03551989), who retires by rotation and being eligible, offers himself for reappointment.

i. Voted in Favour or Against the resolution:

Particulars	Number of Members voted (in person or by proxy)			Number of votes contained in			%
	E-Voting	Poll	Total	E-Voting	Poll	Total	
Voted in Favour	15	25	40	4,45,41,250	19,32,23,175	23,77,64,425	99.99
Voted Against	1	-	1	12,980	-	12,980	0.01
Total	16	25	41	4,45,54,230	19,32,23,175	23,77,77,405	100.00

ii. Abstain/Invalid votes:

Number of Members voted (in person or by proxy)			Number of votes contained in		
E-Voting	Poll	Total	E-Voting	Poll	Total
-	1	1	-	1,000	1,000

The ordinary resolution has been passed under e-voting and poll with requisite majority.

Item No.3:-

To ratify the appointment of M/s K. S .Reddy Associates, Chartered Accountants, Chennai (Firm's Registration No 009013S) as the Statutory Auditors of the Company to hold office from the conclusion of this Annual General Meeting until the conclusion of 29th Annual General Meeting, and to fix their remuneration.

i. Voted in Favour or Against the resolution:

Particulars	Number of Members voted (in person or by proxy)			Number of votes contained in			%
	E-Voting	Poll	Total	E-Voting	Poll	Total	
Voted in Favour	14	25	39	4,45,40,985	19,32,23,175	23,77,64,160	99.99
Voted Against	2	-	2	13,245	-	13,245	0.01
Total	16	25	41	4,45,54,230	19,32,23,175	23,77,77,405	100.00

ii. Abstain/Invalid votes:

Number of Members voted (in person or by proxy)			Number of votes contained in		
E-Voting	Poll	Total	E-Voting	Poll	Total
-	1	1	-	1,000	1,000

The ordinary resolution has been passed under e-voting and poll with requisite majority.



Item No.4:-

Appointment of Ms. Smitha Ramachandran (DIN: 02535610) as a Director of the Company.

i. Voted in Favour or Against the resolution:

Particulars	Number of Members voted (in person or by proxy)			Number of votes contained in			%
	E-Voting	Poll	Total	E-Voting	Poll	Total	
Voted in Favour	15	25	40	4,45,41,250	19,30,93,175	23,76,34,425	99.94
Voted Against	1	-	1	12,980	1,30,000	1,42,980	0.06
Total	16	25	41	4,45,54,230	19,32,23,175	23,77,77,405	100.00

ii. Abstain/Invalid votes:

Number of Members voted (in person or by proxy)			Number of votes contained in		
E-Voting	Poll	Total	E-Voting	Poll	Total
-	1	1	-	1,000	1,000

The ordinary resolution has been passed under e-voting and poll with requisite majority.

Item No.5:-

Appointment of Ms. Lakshmi Sankar Krishnan Ramalingam (DIN: 02576900) as an Independent Director of the Company.

i. Voted in Favour or Against the resolution:

Particulars	Number of Members voted (in person or by proxy)			Number of votes contained in			%
	E-Voting	Poll	Total	E-Voting	Poll	Total	
Voted in Favour	15	25	40	4,45,41,250	19,32,23,175	23,77,64,425	99.99
Voted Against	1	-	1	12,980	-	12,980	0.01
Total	16	25	41	4,45,54,230	19,32,23,175	23,77,77,405	100.00

ii. Abstain/Invalid votes:

Number of Members voted (in person or by proxy)			Number of votes contained in		
E-Voting	Poll	Total	E-Voting	Poll	Total
-	1	1	-	1,000	1,000

The ordinary resolution has been passed under e-voting and poll with requisite majority.



Item No.6:-

To borrow money exceed the aggregate of the paid-up capital and free reserves of the Company but shall not exceed the sum of Rupees 500 Crore (Rupees Five Hundred Crore Only) at any one time.

i. Voted in Favour or Against the resolution:

Particulars	Number of Members voted (in person or by proxy)			Number of votes contained in			%
	E-Voting	Poll	Total	E-Voting	Poll	Total	
Voted in Favour	15	25	40	4,45,41,250	19,32,23,175	23,77,64,425	99.99
Voted Against	1	-	1	12,980	-	12,980	0.01
Total	16	25	41	4,45,54,230	19,32,23,175	23,77,77,405	100.00

ii. Abstain/Invalid votes:

Number of Members voted (in person or by proxy)			Number of votes contained in		
E-Voting	Poll	Total	E-Voting	Poll	Total
-	1	1	-	1,000	1,000

The special resolution has been passed under e-voting and poll with requisite majority.

Item No.7:-

Increase the limit of investment by Foreign Institutional Investors ("FIIs") including their sub-accounts in the equity shares of the Company under the Portfolio Investment Scheme under FEMA to 100%.

i. Voted in Favour or Against the resolution:

Particulars	Number of Members voted (in person or by proxy)			Number of votes contained in			%
	E-Voting	Poll	Total	E-Voting	Poll	Total	
Voted in Favour	15	24	39	4,45,41,250	19,31,41,925	23,76,83,175	99.99
Voted Against	1	-	1	12,980	-	12,980	0.01
Total	16	24	40	4,45,54,230	19,32,23,175	23,76,96,155	100.00

ii. Abstain/Invalid votes:

Number of Members voted (in person or by proxy)			Number of votes contained in		
E-Voting	Poll	Total	E-Voting	Poll	Total
-	2	2	-	82,250	82,250

The special resolution has been passed under e-voting and poll with requisite majority.



Item No.8:-

To alter Articles of Association

i. Voted in Favour or Against the resolution:

Particulars	Number of Members voted (in person or by proxy)			Number of votes contained in			%
	E-Voting	Poll	Total	E-Voting	Poll	Total	
Voted in Favour	15	25	40	4,45,41,250	19,32,23,175	23,77,64,425	99.99
Voted Against	1	-	1	12,980	-	12,980	0.01
Total	16	25	41	4,45,54,230	19,32,23,175	23,77,77,405	100.00

ii. Abstain/Invalid votes:

Number of Members voted (in person or by proxy)			Number of votes contained in		
E-Voting	Poll	Total	E-Voting	Poll	Total
-	1	1	-	1,000	1,000

The special resolution has been passed under e-voting and poll with requisite majority.

Item No.9:-

Appointment of Branch Auditor.

i. Voted in Favour or Against the resolution:

Particulars	Number of Members voted (in person or by proxy)			Number of votes contained in			%
	E-Voting	Poll	Total	E-Voting	Poll	Total	
Voted in Favour	15	25	40	4,45,41,250	19,32,23,175	23,77,64,425	99.99
Voted Against	1	-	1	12,980	-	12,980	0.01
Total	16	25	41	4,45,54,230	19,32,23,175	23,77,77,405	100.00

ii. Abstain/Invalid votes:

Number of Members voted (in person or by proxy)			Number of votes contained in		
E-Voting	Poll	Total	E-Voting	Poll	Total
-	1	1	-	1,000	1,000

The ordinary resolution has been passed under e-voting and poll with requisite majority.



Item No.10:-

To ratify the appointment of Mr. A. S. Giridhar as Manager of the Company.

i. Voted in Favour or Against the resolution:

Particulars	Number of Members voted (in person or by proxy)			Number of votes contained in			%
	E-Voting	Poll	Total	E-Voting	Poll	Total	
Voted in Favour	15	25	40	4,45,41,250	19,32,23,175	23,77,64,425	99.99
Voted Against	1	-	1	12,980	-	12,980	0.01
Total	16	25	41	4,45,54,230	19,32,23,175	23,77,77,405	100.00

ii. Abstain/Invalid votes:

Number of Members voted (in person or by proxy)			Number of votes contained in		
E-Voting	Poll	Total	E-Voting	Poll	Total
-	1	1	-	1,000	1,000

The ordinary resolution has been passed under e-voting and poll with requisite majority.

The registers, all other papers and relevant records relating to e-voting and poll shall remain in my safe custody and the same will be handed over to the Company Secretary for safe keeping after approval of minutes by the Chairman.

Note: The Company has received totally 27 ballot papers at the AGM. Out of which only 26 ballot papers were considered for the report and the remaining 1 ballot paper was not considered due to lack of Folio/DPIN id.

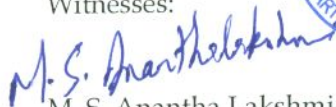
Thanking you,
Yours Sincerely,

For Srivatsan & Associates
Chartered Accountant
Firm Reg No: 0149215



S.NEERAJ
Partner
M No. 235695
Witnesses:




M. S. Anantha Lakshmi
Place: Chennai
Dated 1st October 2015

For Info-Drive Software Limited



V N Seshagiri Rao
Chairman of the AGM




V. Sukanya