



**KELLTON TECH SOLUTIONS LTD.**

Hyderabad, September 27, 2016

To <b>Bombay Stock Exchange Limited</b> 25 <sup>th</sup> Floor, P J Towers Dalal Street, Mumbai – 400 001	To <b>National Stock Exchange of India Ltd,</b> Exchange Plaza, Bandra Kurla Complex, Bandra (East), Mumbai – 400051
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Dear Sir/Ma'am,

**Sub:** Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 – voting results

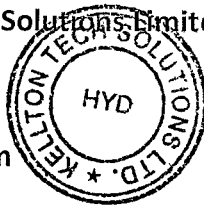
Pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we write to inform you that the members of the Company has approved all the resolutions bearing item no. 1 to 12 contained in the Notice of 22<sup>nd</sup> Annual general Meeting of the Company with requisite majority.

In this connection we hereby enclose the consolidated results of the remote e-voting and ballot at the meeting in the format prescribed together with the Scrutinizer's Report.

Request you to kindly take the same on record.

Thanking you,  
For Kellton Tech Solutions Limited

  
**Niranjana Chintam**  
Director  
DIN: 01658591



*Encl: as above*



**Details of Voting Results of Poll & Remote E-voting pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

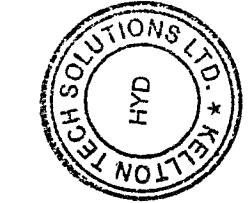
**Voting Results**

<b>Date of AGM/EGM/ Declaration of Results</b>	<b>26<sup>th</sup> September, 2016</b>
<b>Total Number of shareholders on record date</b>	<b>10584</b>
<b>No. of Shareholders present in the meeting either in person or through proxy :</b>	
Promoters and Promoters Group:	<b>02</b>
Public:	<b>68</b>
<b>No: of shareholders attended the meeting through video conferencing :</b>	
Promoters and Promoters Group	<b>00</b>
Public	<b>00</b>

**1. Details of the Agenda: Item 1 –**

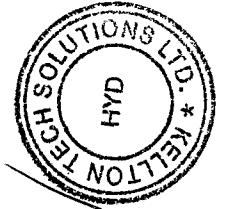
Sl No	Agenda	Resolution type (Ordinary / Special)	Mode of Voting (Show of hands / Poll / Postal ballot / Remote E-voting)
1.	To receive, consider and adopt (i) the audited financial statements of the Company for the financial year ended 31st March, 2016, the Reports of the Board of Directors and the Auditors thereon. (ii) the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2016 and the Report of the Auditors thereon.	Ordinary	Poll & Remote E-voting

Whether promoter/promoter group are interested in the agenda /resolution? **No**



Details of Result for the said Resolution:

Category	Mode of voting	No: of Shares held (1)	No: of Votes Polled (2)	% of Votes polled on outstanding shares (3)=[(2)/(1)]*100	Number of Votes in favour (4)	Number of votes against (5)	% of Votes in favor on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7) = [(5)/(2)]*100
Promoter & Promoter Group	E-Voting	29183142	29183142	100%	29183142	0	100%	0
	Poll	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	29183142	29183142	100%	29183142	0	100%	0
Public Institutional holders	E-Voting	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Poll	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Postal Ballot (if applicable)	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Total	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Public - others	E-Voting	2806038	2806038	100%	2806028	10	100%	0%
	Poll	939412	939412	100%	939412	0	100%	0%
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	3745450	3745450	100%	3745440	10	100%	0%
Total		32928592	32928592	100%	32928582	10	100%	0%

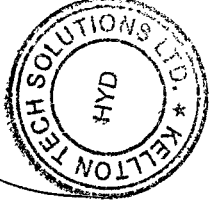


2. Details of the Agenda: Item 2 –

Sl No	Agenda	Resolution type (Ordinary / Special)	Mode of Voting (Show of hands / Poll / Postal ballot / Remote E-voting)
1.	To appoint a Director in place of Mr. Srinivas Potluri, who retires by rotation and, being eligible, offers himself for re-appointment.	Ordinary	Poll & Remote E-voting
Whether promoter/promoter group are interested in the agenda/resolution?			No

Details of Result for the said Resolution:

Category	Mode of voting	No: of Shares held	No: of Votes Polled	% of Votes polled on outstanding shares	Number of Votes in favour	Number of votes against (5)	% of Votes in favor on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter & Promoter Group	E-Voting	29183142	29183142	100%	29183142	0	100%	0
	Poll	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	29183142	29183142	100%	29183142	0	100%	0
Public Institutional holders	E-Voting	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Poll	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Postal Ballot (if applicable)	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Total	Nil	Nil	Nil	Nil	Nil	Nil	Nil



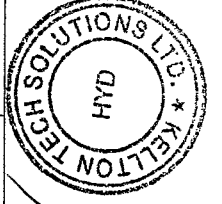
Public – others	E-Voting	2806038	2806038	100%	2805977	61	100%	0%
	Poll	939412	939412	100%	939412	0	100%	0%
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
Total		3745450	3745450	100%	3745389	61	100%	0%
Total		32928592	32928592	100%	32928531	61	100%	0%

3. Details of the Agenda: Item 3 –

Sl No	Agenda	Resolution type (Ordinary / Special)	Mode of Voting (Show of hands / Poll / Postal ballot / Remote E-voting)
1.	Re-appointment of Statutory Auditors of the Company	Ordinary	Poll & Remote E-voting
Whether promoter/promoter group are interested in the agenda /resolution? No			

Details of Result for the said Resolution:

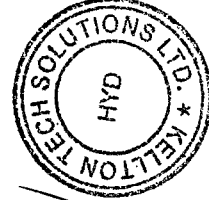
Category	Mode of voting	No. of Shares held	No. of Votes Polled	% of Votes polled on outstanding shares	Number of Votes in favour	Number of votes against (5)	% of Votes in favor on votes polled	% of Votes against on votes polled
Promoter & Promoter Group	E-Voting	(1) 29183142	(2) 29183142	(3)=[(2)/(1)]*100 100%	(4) 29183142	0	(6)=[(4)/(2)]*100 100%	(7)=[(5)/(2)]*100 0
	Poll	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
Total		29183142	29183142	100%	29183142	0	100%	0



Public Institutional holders	E-Voting	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Poll	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Postal Ballot (if applicable)	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Total	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Public - others	E-Voting	2806038	2806038	100%	2806028	10	100%	100%	100%	0%	0%	0%
	Poll	939412	939412	100%	939412	0	100%	100%	100%	0%	0%	0%
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA
	Total	3745450	3745450	100%	3745440	10	100%	100%	100%	0%	0%	0%
Total		32928592	32928592	100%	32928582	10	100%	100%	100%	0%	0%	0%

4. Details of the Agenda: Item 4-

Sl No	Agenda	Resolution type (Ordinary / Special)	Mode of Voting (Show of hands / Poll / Postal ballot / Remote E-voting)
1.	Appointment of Ms. Jhansi Lakshmi Gorla as Director of the Company	Ordinary	Poll & Remote E-voting
Whether promoter/promoter group are interested in the agenda /resolution?			No



Details of Result for the said Resolution:

Category	Mode of voting	No: of Shares held (1)	No: of Votes Polled (2)	% of Votes polled on outstanding shares (3)=[(2)/(1)]*100	Number of Votes in favour (4)	Number of votes against (5)	% of Votes in favor on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7) = [(5)/(2)]*100
Promoter & Promoter Group	E-Voting	29183142	29183142	100%	29183142	0	100%	0
	Poll	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	29183142	29183142	100%	29183142	0	100%	0
Public Institutional holders	E-Voting	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Poll	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Postal Ballot (if applicable)	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Total	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Public - others	E-Voting	2806038	2806038	100%	2806028	10	100%	0%
	Poll	939412	939412	100%	939412	0	100%	0%
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	3745450	3745450	100%	3745440	10	100%	0%
Total		32928592	32928592	100%	32928582	10	100%	0%

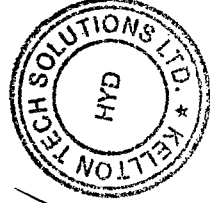


5. Details of the Agenda: Item 5-

Sl No	Agenda	Resolution type (Ordinary / Special)	Mode of Voting (Show of hands / Poll / Postal ballot / Remote E-voting)
1.	Appointment of Mr. P. Srinivasa Rao as Director of the Company	Ordinary	Poll & Remote E-voting
Whether promoter/promoter group are interested in the agenda/resolution?			No

Details of Result for the said Resolution:

Category	Mode of voting	No: of Shares held	No: of Votes Polled	% of Votes polled on outstanding shares	Number of Votes in favour	Number of votes against (5)	% of Votes in favor on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7) = [(5)/(2)]*100
Promoter & Promoter Group	E-Voting	29183142	29183142	100%	29183142	0	100%	0
	Poll	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	29183142	29183142	100%	29183142	0	100%	0
Public Institutional holders	E-Voting	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Poll	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Postal Ballot (if applicable)	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Total	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Public – others	E-Voting	2806038	2806038	100%	2806028	10	100%	0%
	Poll	939412	939412	100%	939412	0	100%	0%





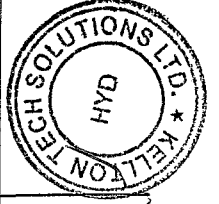
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA	NA
Total		3745450	3745450	100%	3745440	10	100%	0%	
		32928592	32928592	100%	32928582	10	100%	0%	

6. Details of the Agenda: Item 6-

Sl No	Agenda	Resolution type (Ordinary / Special)	Mode of Voting (Show of hands / Poll / Postal ballot / Remote E-voting)
1.	Appointment of Ms. Jhansi Lakshmi Gorla as an Independent Director.	Ordinary	Poll & Remote E-voting
Whether promoter/promoter group are interested in the agenda/resolution?			No

Details of Result for the said Resolution:

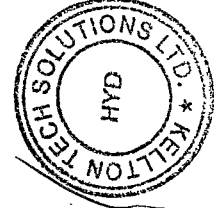
Category	Mode of voting	No: of Shares held	No: of Votes Polled	% of Votes polled on outstanding shares	Number of Votes in favour	Number of votes against (5)	% of Votes in favor on votes polled	% of Votes against on votes polled
Promoter & Promoter Group	E-Voting	29183142	29183142	100%	(4)	0	(6)=[(4)/(2)]*100 100%	(7) = [(5)/(2)]*100 0
	Poll	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	29183142	29183142	100%	29183142	0	100%	0



Public Institutional holders	E-Voting	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Poll	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Postal Ballot (if applicable)	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Total	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Public - others	E-Voting	2806038	2806038	100%	2806028	10	100%	100%	0%	0%
	Poll	939412	939412	100%	939412	0	100%	100%	0%	0%
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA	NA	NA
Total	3745450	3745450	100%	3745440	10	100%	100%	0%	0%	
Total	32928592	32928592	100%	32928582	10	100%	100%	0%	0%	

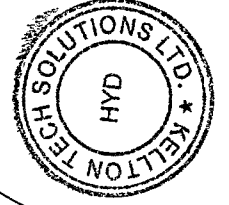
7. Details of the Agenda: Item 7-

Sl No	Agenda	Resolution type (Ordinary / Special)	Mode of Voting (Show of hands / Poll / Postal ballot / Remote E-voting)
1.	Appointment of Mr. P Srinivasa Rao as an Independent Director	Ordinary	Poll & Remote E-voting
Whether promoter/promoter group are interested in the agenda /resolution?			No



Details of Result for the said Resolution:

Category	Mode of voting	No: of Shares held (1)	No: of Votes Polled (2)	% of Votes polled on outstanding shares (3)=[(2)/(1)]*100	Number of Votes in favour (4)	Number of votes against (5)	% of Votes in favor on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7) = [(5)/(2)]*100
Promoter & Promoter Group	E-Voting	29183142	29183142	100%	29183142	0	100%	0
	Poll	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	29183142	29183142	100%	29183142	0	100%	0
Public Institutional holders	E-Voting	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Poll	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Postal Ballot (if applicable)	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Total	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Public - others	E-Voting	2806038	2806038	100%	2806028	10	100%	0%
	Poll	939412	939412	100%	939412	0	100%	0%
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	3745450	3745450	100%	3745440	10	100%	0%
Total		32928592	32928592	100%	32928582	10	100%	0%



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8. Details of the Agenda: Item 8-

SI No	Agenda	Resolution type (Ordinary / Special)	Mode of Voting (Show of hands / Poll / Postal ballot / Remote E-voting)
1.	Re-Appointment of Krishna Chintam as Managing Director of the company.	Ordinary	Poll & Remote E-voting
Whether promoter/promoter group are interested in the agenda /resolution?			Yes

Details of Result for the said Resolution:

Category	Mode of voting	No: of Shares held	No: of Votes Polled	% of Votes polled on outstanding shares	Number of Votes in favour	Number of votes against (5)	% of Votes in favor on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7) = [(5)/(2)]*100
Promoter & Promoter Group	E-Voting	29183142	29183142	100%	29183142	0	100%	0
	Poll	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	29183142	29183142	100%	29183142	0	100%	0
Public Institutional holders	E-Voting	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Poll	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Postal Ballot (if applicable)	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Total	Nil	Nil	Nil	Nil	Nil	Nil	Nil



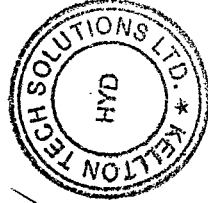
Public - others	E-Voting	2806038	2806038	100%	2805977	61	100%	0%
	Poll	939412	939412	100%	939412	0	100%	0%
	Postal Ballot: (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	3745450	3745450	100%	3745389	61	100%	0%
Total		32928592	32928592	100%	32928531	61	100%	0%

9. Details of the Agenda: Item 9-

Sl No	Agenda	Resolution type (Ordinary / Special)	Mode of Voting (Show of hands / Poll / Postal ballot / Remote E-voting)
1.	Re-Appointment of Niranjan Chintam as Whole-Time Director and Executive Chairman of the company	Ordinary	Poll & Remote E-Voting
Whether promoter/promoter group are interested in the agenda /resolution? Yes			

Details of Result for the said Resolution:

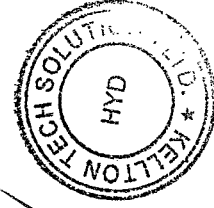
Category	Mode of voting	No: of Shares held	No: of Votes Polled	% of Votes polled on outstanding shares	Number of Votes in favour	Number of votes against (5)	% of Votes in favor on votes polled	% of Votes against on votes polled
Promoter & Promoter Group	E-Voting	(1) 29183142	(2) 29183142	(3)=[(2)/(1)]*100 100%	(4) 29183142	0	(6)=[(4)/(2)]*100 100%	(7) = [(5)/(2)]*100 0
	Poll	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	29183142	29183142	100%	29183142	0	100%	0



Public Institutional holders	E-Voting Poll	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Postal Ballot (if applicable)	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Total	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Public - others	E-Voting	2806038	2806038	100%	2805977	61	2805977	100%	61	100%	0%	0%
	Poll	939412	939412	100%	939412	0	939412	100%	0	100%	0%	0%
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA
	Total	3745450	3745450	100%	3745389	61	3745389	100%	61	100%	0%	0%
Total		32928592	32928592	100%	32928531	61	32928531	100%	61	100%	0%	0%

10. Details of the Agenda: Item 10-

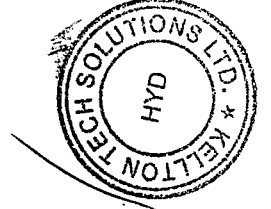
Sl No	Agenda	Resolution type (Ordinary / Special)	Mode of Voting (Show of hands / Poll / Postal ballot / Remote E-voting)
1.	Variation of Employees Stock Option Scheme of the Company	Special	Poll & Remote E-voting
Whether promoter/promoter group are interested in the agenda /resolution?			No



*[Handwritten Signature]*

Details of Result for the said Resolution:

Category	Mode of voting	No: of Shares held (1)	No: of Votes Polled (2)	% of Votes polled on outstanding shares (3)=[(2)/(1)]*100	Number of Votes in favour (4)	Number of votes against (5)	% of Votes in favor on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7) = [(5)/(2)]*100
Promoter & Promoter Group	E-Voting	29183142	29183142	100%	29183142	0	100%	0
	Poll	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	29183142	29183142	100%	29183142	0	100%	0
Public Institutional holders	E-Voting	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Poll	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Postal Ballot (if applicable)	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Total	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Public- others	E-Voting	2806038	2806038	100%	2806028	10	100%	0%
	Poll	939412	939412	100%	939412	0	100%	0%
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	3745450	3745450	100%	3745440	10	100%	0%
Total		32928592	32928592	100%	32928582	10	100%	0%

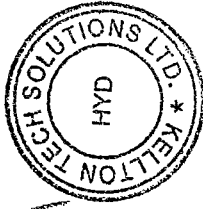
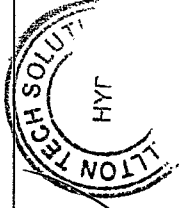


11. Details of the Agenda: Item 11-

Sl No	Agenda	Resolution type (Ordinary / Special)	Mode of Voting (Show of hands / Poll / Postal ballot / Remote E-voting)
1.	Variation of Employees Stock Option Scheme of the Company for the Employees of the Subsidiaries of the Company	Special	Poll & Remote E-voting
Whether promoter/promoter group are interested in the agenda/resolution?			No

Details of Result for the said Resolution:

Category	Mode of voting	No: of Shares held	No: of Votes Polled	% of Votes polled on outstanding shares	Number of Votes in favour	Number of votes against (5)	% of Votes in favor on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7) = [(5)/(2)]*100
Promoter & Promoter Group	E-Voting	29183142	29183142	100%	29183142	0	100%	0
	Poll	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	29183142	29183142	100%	29183142	0	100%	0
Public Institutional holders	E-Voting	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Poll	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Postal Ballot (if applicable)	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Total	Nil	Nil	Nil	Nil	Nil	Nil	Nil





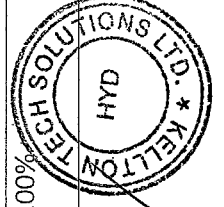
Public - others	E-Voting	2806038	2806038	100%	2805765	273	100%	0%
	Poll	939412	939412	100%	939412	0	100%	0%
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	3745450	3745450	100%	3745177	273	100%	0%
	Total	32928592	32928592	100%	32928319	273	100%	0%

12. Details of the Agenda: Item 12-

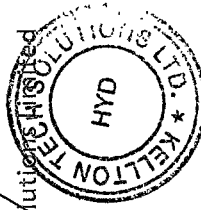
Sl No	Agenda	Resolution type (Ordinary / Special)	Mode of Voting (Show of hands / Poll / Postal ballot / Remote E-voting)
1.	Variation of Terms of Remuneration of Mr. Karanjit Singh	Special	Poll & Remote E-Voting
Whether promoter/promoter group are interested in the agenda /resolution?			No

Details of Result for the said Resolution:

Category	Mode of voting	No: of Shares held	No: of Votes Polled	% of Votes polled on outstanding shares	Number of Votes in favour	Number of votes against (5)	% of Votes in favor on votes polled	% of Votes against on votes polled
Promoter & Promoter Group	E-Voting	29183142	29183142	(3)=[(2)/(1)]*100 100%	(4) 29183142	0	(6)=[(4)/(2)]*100 100%	(7) = [(5)/(2)]*100 0
	Poll	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA
	Total	29183142	29183142	100%	29183142	0	100%	0



Public Institutional holders	E-Voting	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Poll	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Postal Ballot (if applicable)	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Total	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
Public - others	E-Voting	2806038	2806038	100%	2805765	273	100%	273	100%	273	0%
	Poll	939412	939412	100%	939412	0	100%	0	100%	0	0%
	Postal Ballot (if applicable)	NA	NA	NA	NA	NA	NA	NA	NA	NA	NA
	Total	3745450	3745450	100%	3745177	273	100%	273	100%	273	0%
Total	32928592	32928592	100%	32928319	273	100%	273	100%	273	0%	



For Kellton Tech Solutions Hyderabad

Niranjana Chintam  
Director

DIN: 01658591

Hyderabad, 27<sup>th</sup> September, 2016



**Report of Scrutinizer on E-Voting Process & Vote by Poll at 22<sup>nd</sup> Annual General Meeting**

[Pursuant to section 108 and 109 of Companies Act, 2013 read with Rule 20 and 21(2) of the Companies (Management and Administration) Rules, 2014]

To  
The Chairman  
Kellton Tech Solutions Limited  
Plot No. 1367, Road No. 45,  
Jubilee Hills,  
Hyderabad – 500 033  
Telangana

Sir,

**Sub: Scrutinizer's Report on Remote E-Voting Process & Vote by Poll conducted pursuant to the provisions of Section 108 and 109 of the Companies Act, 2013 ('the Act') read with Rule 20 and 21(2) of Companies (Management and Administration) Rules, 2014 for 22<sup>nd</sup> Annual General Meeting**

The Board of Directors of Kellton Tech Solutions Limited ('the Company') have vide resolution passed on 2<sup>nd</sup> September, 2016, decided to provide to the members of the company, a facility to exercise their rights on the resolutions as set out in the notice of 22<sup>nd</sup> Annual general Meeting to be held on 26<sup>th</sup> September, 2016 by way of electronic means as required under provisions of section 108 of the Companies Act, 2013 ('the Act') read with Rule 20 of Companies (Management and Administration) Rules, 2014 ('the Rules').

I, Manoj Kumar Koyalkar, of AGR Reddy & Co., Company Secretaries having Membership No. 19445 has been appointed as the Scrutinizer by the Board of Directors of the company vide resolution passed on 2<sup>nd</sup> September, 2016, as required section 108 of the Act, read with Rule 20 of the Rules, for the purpose of scrutinizing the e-voting process in a fair and transparent manner and ascertaining the requisites majority for passing of resolution as contained in the notice convening the 22<sup>nd</sup> Annual General Meeting of the Company to be held on 26<sup>th</sup> September, 2015.

The management of the company is responsible to ensure the compliance with the requirements of the Act and Rules relating to voting through electronic means on the resolutions contained in a fair and transparent manner and make a Scrutinizer's Report of the Votes cast "in favour" or "against" the resolutions stated above, based on the reports generated from the e-voting system provided by the Central Depository Services Limited (CDSL), the authorized agency to provide e-voting facilities, engaged by the company.



**AGR Reddy & Co.**  
Company Secretaries, Suite #202, Pavani Annexe,  
Banjara Hills, Road #2, Hyderabad-500 034, Tel : +91-040-23541900.  
E-mail: mail@agrlaws.com, URL: www.agrlaws.com


The notice dated 2<sup>nd</sup> September, 2016, convening the 22<sup>nd</sup> Annual general Meeting of the company to be held on 26<sup>th</sup> September, 2015 along with the statement setting out the material facts under section 102 of the Act were sent to members of the company.

The member of the company holding shares on the cutoff date of 19<sup>th</sup> September, 2016 were entitled to vote on the resolutions proposed as set out in the notice of Annual General Meeting.

In this regard, I submit my report as under:

1. The e-voting period remained open form Friday, 23<sup>rd</sup> September, 2016 at 09:00 A.M to Sunday, 25<sup>th</sup> September, 2016 at 05:00 P.M.
2. At the end of the e-voting period, I have unblocked the electronic votes in the presence of two witnesses not in the employment of the company.
3. The details containing list of shareholders who vote for or against each of the resolutions that were put to vote were downloaded from the e-voting website of the CDSL ([www.evotingindia.com](http://www.evotingindia.com)).
4. I have scrutinized the votes casted through electronic means for the purpose of this report.
5. The particulars of all the electronic votes casted by the members through e-voting process have been recorded in a register separately maintained for the purpose.
6. The result of the voting is as per annexure attached herewith.
7. The Register, all other papers and relevant records relating to voting shall remain in our custody until the chairman considers, approves and signs the minutes of aforesaid Annual General Meeting and the same are handed over to the Director for safe custody.

Thanking You,  
for AGR Reddy & Co.  
Company Secretaries

  
Manoj Kumar Koyal  
Membership No: 19445  
CP No: 10004



Place: Hyderabad  
Date: 28.09.2016



**Report of Scrutinizer on Remote E-Voting Process**

[Pursuant to section 108 of Companies Act, 2013 read with Rule 20 of the Companies  
(Management and Administration) Rules, 2014]

To  
The Chairman  
Kellton Tech Solutions Limited  
Plot No. 1367, Road No. 45,  
Jubilee Hills,  
Hyderabad – 500 033  
Telangana

Sir,

**Sub: Scrutinizer's Report on Remote E-Voting Process conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 ('the Act') read with Rule 20 of Companies (Management and Administration) Rules, 2014 for 22<sup>nd</sup> Annual general Meeting.**

The Board of Directors of Kellton Tech Solutions Limited ('the Company') have vide resolution passed on 2<sup>nd</sup> September, 2016, decided to provide to the members of the company, a facility to exercise their rights on the resolutions as set out in the notice of 22<sup>nd</sup> Annual general Meeting to be held on 26<sup>th</sup> September, 2016 by way of electronic means as required under provisions of section 108 of the Companies Act, 2013 ('the Act') read with Rule 20 of Companies (Management and Administration) Rules, 2014 ('the Rules').

I, Manoj Kumar Koyalkar, of AGR Reddy & Co., Company Secretaries having Membership No. 19445 has been appointed as the Scrutinizer by the Board of Directors of the company vide resolution passed on 2<sup>nd</sup> September, 2016, as required section 108 of the Act, read with Rule 20 of the Rules, for the purpose of scrutinizing the e-voting process in a fair and transparent manner and ascertaining the requisites majority for passing of resolution as contained in the notice convening the 22<sup>nd</sup> Annual General Meeting of the Company.

The management of the company is responsible to ensure the compliance with the requirements of the Act and Rules relating to voting through electronic means on the resolutions contained in a fair and transparent manner and make a Scrutinizer's Report of the Votes cast "in favour" or "against" the resolutions stated above, based on the reports generated from the e-voting system provided by the Central Depository Services Limited (CDSL), the authorized agency to provide e-voting facilities, engaged by the company.



**AGR Reddy & Co.**  
Company Secretaries, Suite #202, Pavani Annexe,  
Banjara Hills, Road #2, Hyderabad-500 034, Tel : +91-040-23541900.  
E-mail: mail@agrlaws.com, URL: www.agrlaws.com

The notice dated 2<sup>nd</sup> September, 2016 convening the 22<sup>nd</sup> Annual general Meeting of the company to be held on 26<sup>th</sup> September, 2016 along with the statement setting out the material facts under section 102 of the Act were sent to members of the company.

The member of the company holding shares on the record date of 19<sup>th</sup> September, 2016 were entitled to vote on the resolutions proposed as set out in the notice of Annual General Meeting.

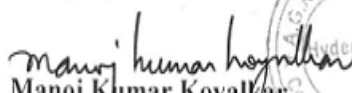
In this regard, I submit my report as under:

1. The e-voting period remained open from Friday, 23<sup>rd</sup> September, 2016 at 09:00 A.M to Sunday, 25<sup>th</sup> September, 2016 at 05:00 P.M.
2. At the end of the e-voting period, I have unblocked the electronic votes in the presence of two witnesses not in the employment of the company.
3. The details containing list of shareholders who vote for or against each of the resolutions that were put to vote were downloaded from the e-voting website of the CDSL ([www.evotingindia.com](http://www.evotingindia.com)).
4. Pursuant to Listing Agreement entered by the company, the company has also provided facility of voting through the physical ballot form to those members who do not have access to the e-voting facility. The physical ballot forms received by the Company were kept in my safe guard custody. Our report includes the results of voting through the physical ballot forms in addition to votes casted through e-voting website of CDSL by the eligible shareholders.
5. We have scrutinized the votes casted through electronic means and also through physical ballot forms for the purpose of this report.
6. The particulars of all the electronic votes casted by the members through e-voting process and votes casted by the members through physical ballot forms have been recorded in a register separately maintained for the purpose.
7. The result of the voting is as per annexure attached herewith.
8. The Register, all other papers and relevant records relating to voting shall remain in our custody until the chairman considers, approves and signs the minutes of aforesaid Annual General Meeting and the same are handed over to the Director for safe custody.

### **Recommendation:**

All the resolutions having secured requisite majority of votes, the respective resolutions may be considered to have been passed. The Chairman of the Company may accordingly declare the result of voting.

Thanking You,  
for AGR Reddy & Co.  
Company Secretaries

  
Manoj Kumar Koyalakar  
Membership No: 19445  
CP No: 10004  
Hyderabad, 28<sup>th</sup> September, 2016



Annexure of the Scrutinizer's Report

Results of Remote e-voting conducted for the 22<sup>nd</sup> Annual General Meeting of Kellton Tech Solutions Limited held on 26<sup>th</sup> September, 2016

Sr. No	Reso. No./ Item No.	Heading of the Resolution	Type of Resolution	Valid votes						Invalid Votes	
				Voting in Favour ( Assent)			Voted Against (Dissent)			No. of Members voted	No. of votes casted.
				No. of Members voted	No. of votes casted	% of valid votes	No. of Members voted	No. of votes casted	% of valid votes		
1.	1.	Adoption of the Audited Financial Statements of the Company for the financial year ended March 31, 2016, the Report of the Board of Directors and the Report of the Auditors thereon; and the Audited Consolidated Financial	Ordinary	51	319,89,170	100	1	10	100	0	0

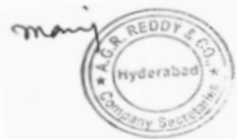


		Statements of the Company for the financial year ended March 31, 2016 and the Report of the Auditors thereon									
2.	2.	Appointment of a Director in place of director in place of Mr. Srinivas Potluri (DIN: 03412700), who retires by rotation and being eligible offers himself for re-appointment	Ordinary	50	31,989,119	100	2	61	0	0	0
3.	3.	Re-appointment of M/s. Mahesh, Virender & Sriram, Chartered Accountants (Firm Registration No. 001939S)), Statutory Auditors of the Company	Ordinary	51	31,989,170	100	1	10	0	0	0
4.	4.	Appointment of Ms. Jhansi Lakshmi Gorla as the director of the company.	Ordinary	51	31,989,170	100	1	10	0	0	0
5.	5.	Appointment of Mr. P. V.	Ordinary	51	31,989,170	100	1	10	0	0	0





		Venkata Srinivasa Rao as the director of the company									
6.	6.	Appointment of Ms. Jhansi Lakshmi Gorla as an Independent Director of the company	Ordinary	51	31,989,170	100	1	10	0	0	0
7.	7.	Appointment of Mr. P.V. Venkata Srinivasa Rao as an independent Director of the company.	Ordinary	51	31,989,170	100	1	10	0	0	0
8.	8.	Re-appointment of Mr. Krishna Reddy Chintam as managing Director of the Company.	Ordinary	50	31,989,119	100	2	61	0	0	0
9.	9.	Re-Appointment of Niranjana Reddy Chintam as Whole-Time Director and Executive Chairman of the company.	Ordinary	50	31,989,119	100	2	61	0	0	0
10.	10.	Variation of Employee Stock Option Scheme of the Company	Special	51	31,989,170	100	1	10	0	0	0
11.	11.	Variation of	Special	50	31,988,907	100	2	273	0	0	0



		Employee Stock Option Scheme of the Company for the employees of Subsidiaries of the Company									
12.	12.	Variation in terms of Remuneration of Mr. Karanjit Singh	Special	50	31,988,907	100	2	273	0	0	0



Annexure of the Scrutinizer's Report

Results of Poll conducted at 22<sup>nd</sup> Annual General Meeting of Kellton Tech Solutions Limited held on 26<sup>th</sup> September, 2016

Sr. No	Reso. No./ Item No.	Heading of the Resolution	Type of Resolution	Valid votes						Invalid Votes	
				Voting in Favour ( Assent)			Voted Against (Dissent)				
				No. of Members voted (in Person or proxy)	No. of votes casted	% of valid votes	No. of Members voted (in Person or proxy)	No. of votes casted	% of valid votes	No. of Members voted (in Person or proxy)	No. of votes casted.
1.	1.	Adoption of the Audited Financial Statements of the Company for the financial year ended March 31, 2016, the Report of the Board of Directors and the Report of the Auditors thereon; and the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2016 and the Report of the	Ordinary	21	939,412	100	--	--	0	0	0



		Auditors thereon									
2.	2.	Appointment of a Director in place of director in place of Mr. Srinivas Potluri (DIN: 03412700), who retires by rotation and being eligible offers himself for re-appointment	Ordinary	21	939,412	100	--	--	0	0	0
3.	3.	Re-appointment of M/s. Mahesh, Virender & Sriram, Chartered Accountants (Firm Registration No. 001939S)), Statutory Auditors of the Company	Ordinary	21	939,412	100	--	--	0	0	0
4.	4.	Appointment of Ms. Jhansi Lakshmi Gorla as the director of the company.	Ordinary	21	939,412	100	--	--	0	0	0
5.	5.	Appointment of Mr. P. V. Venkata Srinivasa Rao as the director of the company	Ordinary	21	939,412	100	--	--	0	0	0
6.	6.	Appointment of Ms. Jhansi Lakshmi Gorla as an Independent Director of the	Ordinary	21	939,412	100	--	--	0	0	0



		company									
7.	7.	Appointment of Mr. P.V. Venkata Srinivasa Rao as an independent Director of the company.	Ordinary	21	939,412	100	--	--	0	0	0
8.	8.	Re-appointment of Mr. Krishna Reddy Chintam as managing Director of the Company.	Ordinary	21	939,412	100	--	--	0	0	0
9.	9.	Re-Appointment of Niranjana Reddy Chintam as Whole-Time Director and Executive Chairman of the company.	Ordinary	21	939,412	100	--	--	0	0	0
10.	10.	Variation of Employee Stock Option Scheme of the Company	Special	21	939,412	100	--	--	0	0	0
11.	11.	Variation of Employee Stock Option Scheme of the Company for the employees of Subsidiaries of the Company	Special	21	939,412	100	--	--	0	0	0
12.	12.	Variation in terms of Remuneration of Mr. Karanjit Singh	Special	21	939,412	100	--	--	0	0	0



**Annexure of the Scrutinizer's Report**

**Consolidated Results of e-voting and Poll conducted at 22<sup>nd</sup> Annual General Meeting of Kellton Tech Solutions Limited held on 26<sup>th</sup> September, 2016**

Sr. No	Reso. No./ Item No.	Heading of the Resolution	Type of Resolution	Valid votes						Invalid Votes	
				Voting in Favour ( Assent)			Voted Against (Dissent)			No. of Members voted (in Person or proxy)	No. of votes casted.
				No. of Members voted (in Person or proxy)	No. of votes casted	% of valid votes	No. of Members voted (in Person or proxy)	No. of votes casted	% of valid votes		
1.	1.	Adoption of the Audited Financial Statements of the Company for the financial year	Ordinary	72	32,928,582	100	1	10	0	0	0



		ended March 31, 2016, the Report of the Board of Directors and the Report of the Auditors thereon; and the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2016 and the Report of the Auditors thereon									
2.	2.	Appointment of a Director in place of director in place of Mr. Srinivas Potluri (DIN: 03412700), who retires by rotation and being eligible offers himself for re-	Ordinary	71	32,928,531	100	2	61	0	0	0



		appointment									
3.	3.	Re-appointment of M/s. Mahesh, Virender & Sriram, Chartered Accountants (Firm Registration No. 001939S)), Statutory Auditors of the Company	Ordinary	72	32,928,582	100	1	10	100	0	0
4.	4.	Appointment of Ms. Jhansi Lakshmi Gorla as the director of the company.	Ordinary	72	32,928,582	100	1	10	0	0	0
5.	5.	Appointment of Mr. P. V. Venkata Srinivasa Rao as the director of the company	Ordinary	72	32,928,582	100	1	10	0	0	0
6.	6.	Appointment of Ms. Jhansi Lakshmi Gorla as an Independent Director of	Ordinary	72	32,928,582	100	1	10	0	0	0





		the company									
7.	7.	Appointment of Mr. P.V. Venkata Srinivasa Rao as an independent Director of the company.	Ordinary	72	32,928,582	100	1	10	0	0	0
8.	8.	Re-appointment of Mr. Krishna Reddy Chintam as managing Director of the Company.	Ordinary	71	32,928,531	100	2	61	0	0	0
9.	9.	Re-Appointment of Niranjan Reddy Chintam as Whole-Time Director and Executive Chairman of the company.	Ordinary	71	32,928,531	100	2	61	0	0	0
10.	10.	Variation of Employee Stock Option Scheme of the Company	Special	72	32,928,582	100	1	10	0	0	0



11.	11.	Variation of Employee Stock Option Scheme of the Company for the employees of Subsidiaries of the Company	Special	71	32,928,319	100	2	273	0	0	0
12.	12.	Variation in terms of Remuneration of Mr. Karanjit Singh	Special	71	32,928,319	100	2	273	0	0	0

