

Hyderabad, September 30, 2018

To

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

National Stock Exchange of India Ltd, Exchange Plaza, Bandra Kurla Complex, Bandra (East), Mumbai – 400051

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 6 contained in the Notice of 24th 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.

Request you to kindly take the same on record.

Thanking you,

For Kellton Tech Solutions Limited

Pawni Bhave Hyderaba

Company Secretary

Membership No. 4858

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 Pate of AGM/EGM/ Declaration of Results September 28th 2018

, our great and				
Date of AGM/EGM/ Declaration of Results	September 28 th , 2018			
Total Number of shareholders as on record date (20.09.2018)	16069			
No: of Shareholders present in the meeting either in person or	*			
through proxy:				
Promoters and Promoters Group:	. 1			
Public:	33			
No: of shareholders attended the meeting through video				
conferencing				
Promoters and Promoters Group	Not Applicable			
Public				

For Kellton Tech Solutions Ltd.



KELLTON TECH SOLUTIONS LIMITED.

				Resoluti	ion(1)					
Resolution required: (Ordinary / Special)			Ordinary							
	omoter/promo the agenda/r		re	No						
Description of resolution considered			Company for the final Directors and the Aud	1. To receive, consider and adopt (i) the audited standalone financial statements of the Company for the financial year ended March 31st, 2018, the Reports of the Board of Directors and the Auditors thereon. (ii) the Audited Consolidated Financial Statements the Company for the financial year ended March 31, 2018 and the Report of the Auditothereon						
Category Mode of voting held No. of votes held polled			% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour 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		
	E-Voting		58366284	100	58366284	0	100	0		
Promoter	Poll		0	0	0	0	0	0		
and Promoter Group	Postal Ballot (if applicable)	58366284	0	0	0	0	0	0		
	Total	58366284	58366284	100	58366284	0	100	0		
	E-Voting		0	0	0	0	0	0		
	Poll		0	0	0	0	0	0		
Public- Institutions	Postal Ballot (if applicable)	0	0	0	0	0	0	0		
	Total	0	0	0 .	0	0	0	0		
	E-Voting		12091221	96.8463	12091201	20	99.9998	0.0002		
Public-	Poll		393737	3.1537	393737	0	100	0		
Non Institutions	Postal Ballot (if applicable)	12484958	0	0	0	0	0	0		
	Total	12484958	12484958	100	12484938	20	99.9998	0.0002		
	Total	70851242	70851242	100	70851222	20	100	0		
				Whethe	r resolution is	Pass or Not.	Yes			
				Disclo	sure of notes of	on resolution				

Details of Invalid Votes						
Category	No. of Votes					
Promoter and Promoter Group						
Public Institutions						
Public - Non Insitutions						

For Kellton Tech Solutions Ltd.

Company Secretary

				Resolution(2)				
Resolution required: (Ordinary / Special)				Ordinary					
Whether prome the agenda/reso	oter/promoter gr olution?	oup are inte	rested in	Yes					
Description of	resolution consi	dered		2. To appoint a Dire rotation and, being of			jan Reddy Chintam re-appointment.	, who retires by	
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour 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	
	E-Voting		0	0	0	0	0	0	
	Poll	la la se	0	0	0	0	0	0	
Promoter and Promoter Group	Postal Ballot (if applicable)	58366284	0	0	0	0	0	0	
	Total	58366284	0	0	0	0	0	0	
	E-Voting	0	0	0	0	0	0	0	
	Poll		0	0	0	0	0	0	
Public- Institutions	Postal Ballot (if applicable)		0	0	0	0	0	0	
	Total	0	0	0	0	0	0	0	
Halling W.	E-Voting		12091221	96.8463	12091201	20	99.9998	0.0002	
	Poll	3.14	393737	3.1537	393737	0	100	0	
Public- Non Institutions	Postal Ballot (if applicable)	12484958	0	0.	0	0	0	0	
	Total	12484958	12484958	100	12484938	20	99.9998	0.0002	
	Total	70851242	12484958	17.6214	12484938	20	99.9998	0.0002	
				Whether	resolution is l	Pass or Not.	Yes		

Details of Invalid Votes				
Category	No. of Votes			
Promoter and Promoter Group				
Public Institutions				
Public - Non Insitutions				

				Resolution(3)			
Resolution required: (Ordinary / Special)				Ordinary				
Whether promothe agenda/reso	oter/promoter gr olution?	oup are inte	rested in	No				
Description of	resolution consi	dered		3. Appointment of N Auditors of the Con		Co., Charter	red Accountants, as	Statutory
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour 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
The Article	E-Voting		58366284	100	58366284	0	100	0
	Poll		0	0	0	0	0	0
Promoter and Promoter Group	Postal Ballot (if applicable)	58366284	0	0	0	0	0	0
	Total	58366284	58366284	100	58366284	0	100	0
	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
Public- Institutions	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
	E-Voting		12091221	96.8463	12091201	20	99.9998	0.0002
	Poll		393737	3.1537	393737	0	100	0
Public- Non Institutions	Postal Ballot (if applicable)	12484958	0	0	0	0	0	0
	Total	12484958	12484958	100	12484938	20	99.9998	0.0002
	Total	70851242	70851242	100	70851222	20	100	0
				Whether	resolution is l	Pass or Not.	Yes	
3 1 335				Disclosu	are of notes of	n resolution		

Details of Invalid Votes							
Category	No. of Votes						
Promoter and Promoter Group							
Public Institutions							
Public - Non Insitutions							

For Kellton Tech Solutions Lid.

				Resolution(4)			
Resolution required: (Ordinary / Special)				Special				
Whether promothe agenda/reso	oter/promoter gr olution?	oup are inter	rested in	No				
Description of	resolution consi	dered		4. Pledging of share	s of subsidiar	ries for avail	ing loans	
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on vote polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)= [(5)/(2)]*100
	E-Voting		58366284	100	58366284	0	100	0
	Poll		0	0 .	0	0	0	0
Promoter and Promoter Group	Postal Ballot (if applicable)	58366284	0	0	0	0	0	0
	Total	58366284	58366284	100	58366284	0	100	0
	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
Public- Institutions	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
	E-Voting		12091221	96.8463	7396025	4695196	61.1686	38.8314
	Poll		393737	3.1537	393737	0	100	0
Public- Non Institutions	Postal Ballot (if applicable)	12484958	0	0	0	0	0	0
	Total	12484958	12484958	100	7789762	4695196	62.3932	37.6068
	Total	70851242	70851242	100	66156046	4695196	93.3732	6.6268
				Whether	resolution is l	Pass or Not.	Yes	
				Disclosu	are of notes o	n resolution		

Details of Invalid Votes					
Category	No. of Votes				
Promoter and Promoter Group					
Public Institutions					
Public - Non Institutions					

For Kellton Tech Solutions Ltd.

Company Secretary

				Resolution(5)			
Resolution req	uired: (Ordinary	/ Special)		Special				
Whether promothe agenda/reso	oter/promoter gr olution?	oup are inte	rested in	No				
Description of	resolution consi	dered		5. Approval for givi	ng loan and o	corporate gua	arantee.	
Category	Mode of No. of No. of			% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on vote polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)= [(5)/(2)]*100
	E-Voting		58366284	100	58366284	0	100	0
D	Poll		0	0	0	0	0	0
Promoter and Promoter Group	Postal Ballot (if applicable)	58366284	0	0	0	0	0	0
	Total	58366284	58366284	100	58366284	0	100	0
	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
Public- Institutions	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
	E-Voting		11697284	96.7436	7002288	4694996	59.8625	40.1375
	Poll		393737	3.2564	393737	0	100	0
Public- Non Institutions	Postal Ballot (if applicable)	12091021	0	0	0	0	0	0
	Total	12091021	12091021	100	7396025	4694996	61.1696	38.8304
	Total	70457305	70457305	100	65762309	4694996	93.3364	6.6636
				. Whether	resolution is l	Pass or Not.	Yes	

Details of Invalid Votes					
Category	No. of Votes				
Promoter and Promoter Group					
Public Institutions					
Public - Non Institutions					

				Resolution(0)			
Resolution requ	uired: (Ordinary	/ Special)		Special				
Whether promothe agenda/reso	oter/promoter gr olution?	oup are inte	rested in	No				
Description of	resolution consi	dered		6. Further issuance	of securities			
Category	Mode of No. of No. of		% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on vote polled	
(1) (2)		(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)= [(5)/(2)]*100		
	E-Voting		58366284	100	58366284	0	100	0
D	Poll		0	0	0	0	0	0
Promoter and Promoter Group	Postal Ballot (if applicable)	58366284	0	0.	0	0	0	0
	Total	58366284	58366284	100	58366284	0	100	0
	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
Public- Institutions	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total	0	0	0	0	0	0	0
	E-Voting		11697484	96.7436	7002288	4695196	59.8615	40.1385
	Poll		393737	3.2564	393037	700	99.8222	0.1778
Public- Non Institutions	Postal Ballot (if applicable)	12091221	0	0	0	0	0	0
	Total	12091221	12091221	100	7395325	4695896	61.1628	38.8372
	Total	70457505	70457505	100	65761609	4695896	93.3351	6.6649
		1		Whether	resolution is l	Pass or Not.	Yes	

For Kellton Tech Solutions Ltd.

Company Secretary

Details of Invalid Votes								
Category	No. of Votes							
Promoter and Promoter Group								
Public Insitutions								
Public - Non Insitutions								

For Kellton Tech Solutions Ltd.

Company Secretary

Report of Scrutinizer on Voting by Poll at 24th Annual General Meeting

[Pursuant to rule section 109 of the Companies Act, 2013 and rule 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

Held on 28th September, 2018 at Ebony Boutique Hotel, Door No. 8-2-120/C/198/192, Road No-2 Banjara Hills, Near Annapurna Studio Hyderabad 500033, Telangana.

Dear Sir,

I, Suman Bijarnia, Practicing Company Secretary bearing Membership Number: A52056, was appointed as Scrutinizer for the purpose of the poll taken on the below mentioned resolution(s), at the 24th Annual General Meeting of the Equity Shareholders of Kellton Tech Solutions Limited held on 28th September, 2018 at Ebony Boutique Hotel, Door No. 8-2-120/C/198/192, Road No- 2 Banjara Hills, Near Annapurna Studio Hyderabad 500033, Telangana, submit my report as under:

1. After the time fixed for closing of the poll by the Chairman, one (1) ballot box kept for polling was locked in my presence with due identification marks placed by me.

The locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company—/ Registrar and Transfer Agents of the Company and the authorizations / proxies lodged with the Company.

3. I did not find any poll papers invalid.

Office at: #SR-251, Seetharam Nagar, Safilguda, Secunderabad-500047, Telangana.

- 4. The result of the Poll is as per annexure attached herewith.
- 5. A Compact Disc (CD) containing a list of equity shareholders who voted "FOR", "AGAINST" and those whose votes were declared invalid for each resolution is enclosed.
- 6. The poll papers and all other relevant records were sealed and handed over to the Company Secretary / Director authorized by the Board for safe keeping.

Thanking you,

Suman Bijarnia

Company Secretary

Membership No: A52056

Certificate of Practice No: 19013

Hyderabad, 29th September, 2018

Report of Scrutinizer on E-Voting Process & Vote by Poll at 24th 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 24th Annual General Meeting

The Board of Directors of Kellton Tech Solutions Limited ('the Company') have vide resolution passed on 04th September, 2018, 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 24th Annual general Meeting to be held on 28th September, 2018 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, Suman Bijarnia, Practicing Company Secretaries having Membership No. 52056 has been appointed as the Scrutinizer by the Board of Directors of the company vide resolution passed on 04th September, 2018, 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 24th Annual General Meeting of the Company to be held on 28th September, 2018.

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

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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.

The notice dated 04th September, 2018 convening the 24th Annual general Meeting of the company to be held on 28th September, 2018 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 20th September, 2018 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 Tuesday, 25th September, 2018 at 09:00 A.M to Thursday, 27th September, 2018 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).
- 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.





Office at: #SR-251, Seetharam Nagar, Safilguda, Secunderabad-500047, Telangana.

Recommendation:

All the resolutions having secured requisites 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,

Suman Bijarnia

Practicing Company Secretary

CP.No. 19013

Membership No: 52056

Certificate of Practice No: 19013 Hyderabad, 29th September, 2018

Annexure of the Scrutinizer's Report

Results of Poll conducted at 24th Annual General Meeting of Kellton Tech Solutions Limited held on 28th September, 2018

						Valid v	otes				
	Reso.	Heading of the Resolution	Type of Resolution		ng in Favour (Assent)	Voted Against (Dissent)			Invalid Votes		
Sr. No	No./ Item No.			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, 2018, 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 814	Ordinary	12	3,93,737	100				0	0

29/01/18

		2018 and the Report of the Auditors thereon							
2.	2.	Appointment of a Director in place of director in place of Mr. Niranjan Reddy Chintam (DIN: 01658591), who retires by rotation and being eligible offers himself for re-appointment	Ordinary	12	3,93,737	100	 	 0	0
3.	3.	To appoint M/s. PARY & CO., Chartered Accountants(Firm Registration No. FRN007288C) as the Statutory auditors of the company from the conclusion this meeting till the conclusion of the 25 th Annual General Meeting for a period of one (1) year	Ordinary	12	3,93,737	100	 	 0	0
4.	4.	Pledging of shares of subsidiaries for availing loans NB/	Special	12	3,93,737	100	 	 0	0

29 09/2018

5.	5.	Approval for giving loan and corporate guarantee.	Special	12	3,93,737	100			 0	0
6.	6.	Further issuance of securities	Special	12	3,93,737	100	1	700	 0	0





Annexure of the Scrutinizer's Report

Results of Remote e-voting conducted for the 24th Annual General Meeting of Kellton Tech Solutions Limited held on 28th September, 2018

						Valid	votes				
		Heading of the Resolution	Type of Resolution		ng in Favour (Assent)			ed Against Dissent)		Invalid \	Votes
Sr. No	Reso. No./ Item No.			No. of Members voted	No. of votes casted	% of valid votes	No. of Members voted	No. of votes casted	% of valid votes	No. of Members voted	No. of votes casted.
1.	1.	Adoption of the Audited Financial Statements of the Company for the financial year ended March 31, 2018, the Report of the Board of Directors and the Report of the Auditors thereon; and the Audited Consolidated Financial	Ordinary	60	7,04,57,485	100	1	20	0	0	0

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		Company for the financial year ended March 31, 2018 and the Report of the Auditors thereon									
2.	2.	Appointment of a Director in place of director in place of Mr. Niranjan Reddy Chintam (DIN: 01658591), who retires by rotation and being eligible offers himself for re-appointment	Ordinary	60	1,20,91,201	100	1	20	0	*5,83,66,284	0
3.	3.	To appoint M/s. PARY & CO., Chartered Accountants(Firm Registration No. FRN007288C) as the Statutory auditors of the company from the conclusion this meeting till the conclusion of the 25 th Annual General Meeting for a period of one (1) year	Ordinary	60	7,04,57,485	100	1	20	0	0	0

Jun 09/10

M.No. 52056 * (CP.No. 19013)

4.	4.	Pledging of shares of subsidiaries for availing loans	Special	53	6,57,62,309	93.34	8	46,95,196	6.66	0	0
5.	5.	Approval for giving loan and corporate guarantee.	Special	53	6,55,09,617	93.31	7	46,94,996	6.69	0	0
6.	6.	Further issuance of securities	Special	53	6,57,62,309	93.34	8	46,95,196	6.66	1	0

*Out of total invalid votes, 5,83,66,284 number of votes casted by 6 members of promoter category are treated as invalid due to related party item as per section 188 of Companies Act, 2013.





Annexure of the Scrutinizer's Report

Consolidated Results of e-voting and Poll conducted at 24th Annual General Meeting of Kellton Tech Solutions Limited held on 28th September, 2018

						Valid	votes					
			Type of Resolution		ng in Favour (Assent)			ed Against Dissent)	Invalid		d Votes	
Sr. No	Reso. No./ Item No.	Heading of the Resolution		No. of Members voted	No. of votes casted	% of valid votes	No. of Members voted	No. of votes casted	% of valid votes	No. of Members voted	No. of votes casted.	
1.	1.	Adoption of the Audited Financial Statements of the Company for the financial year ended March 31, 2018, 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	Ordinary	72	7,08,51,222	100	1	20	0.	0	0	

20/00/2018

		ended March 31, 2018 and the Report of the Auditors thereon									
2.	2.	Appointment of a Director in place of director in place of Mr. Niranjan Reddy Chintam (DIN: 01658591), who retires by rotation and being eligible offers himself for re-appointment	Ordinary	72	1,24,84,938	100	1	20	0	58366284	0
3.	3.	To appoint M/s. PARY & CO., Chartered Accountants(Firm Registration No. FRN007288C) as the Statutory auditors of the company from the conclusion this meeting till the conclusion of the 25 th Annual General Meeting for a period of one (1) year	Ordinary	72	7,08,51,222	100	1	20	0	0	0
4.	4.	Pledging of shares of subsidiaries for	Ordinary	65	6,61,56,046	93.34	8	46,95,196	6.63	0	0

Jan 1/20 @

M.No. 52056 * CP.No. 19013

		availing loans									
5.	5.	Approval for giving loan and corporate guarantee.	Ordinary	72	6,57,62,309	93.33	7	46,94,996	6.66	0	0
6.	6.	Further issuance of securities	Ordinary	72	6,57,62,309	93.33	9	46,95,896	6.66	0	0



