

July 8, 2021

Listing Compliance & Legal Regulatory
BSE Limited
Phiroze Jeejeebhoy Towers
Dalal Street, Mumbai 400 001
Stock Code: 543227

Listing & Compliance
National Stock Exchange of India Limited
Exchange Plaza, Bandra Kurla Complex
Bandra East, Mumbai 400 051
Stock Code: HAPSTMNDS

Dear Sir/Madam,

Sub: Disclosure under Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed the voting results along with the Scrutinizer report for the business transacted at the 10th Annual General Meeting of the members of the Company held on Wednesday, the July 7, 2021 at 4.00 pm (IST) through Video Conference / Other Audio Visual means.

Based on the Scrutinizer report from Mr. V Sreedharan, Partner of M/s V. Sreedharan and Associates, Practicing Company Secretaries, as annexed herewith, we confirm that all resolutions as set out in the Notice of the said AGM have been duly approved by the members with requisite majority.

The voting results along with the Scrutinizer report is also made available on the website of the Company <https://www.happiestminds.com/investors/>

This is for your information and records.

Thanking you,
Yours faithfully,
For **Happiest Minds Technologies Limited**

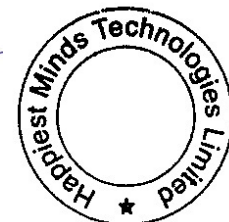


Praveen Kumar Darshankar
Company Secretary & Compliance Officer
Membership No. F6706



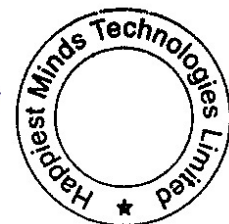
HAPPIEST MINDS TECHNOLOGIES LIMITED										
Date of the AGM/EGM		07-07-2021								
Total number of shareholders on record date		350471								
No. of shareholders present in the meeting either in person or through										
Promoters and Promoter Group:		NA								
Public:		NA								
No. of Shareholders attended the meeting through Video Conferencing										
Promoters and Promoter Group:		2								
Public:		120								
Resolution No. 1										
Resolution required: (Ordinary/Special)		ORDINARY - To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2021 together with the Reports of Board of Directors and the Auditors thereon								
Whether promoter/ promoter group are interested in the agenda/resolution?		No								
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	78,211,953	78,010,485	99.7424	78,010,485	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
Total			78,010,485	99.7424	78,010,485	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	14,304,729	10,420,534	72.8468	10,420,534	0	100.0000	0.0000	0	17,409
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
Total			10,420,534	72.8468	10,420,534	0	100.0000	0.0000	0	17,409
Public- Non Institutions	E-Voting	54,346,874	7,314,041	13.4581	7,313,936	105	99.9985	0.0014	0	1,228
	Poll		1,129,975	2.0792	1,129,445	530	99.9530	0.0469	12,749	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
Total			8,444,016	15.5373	8,443,381	635	99.9925	0.0075	12,749	1,228
Total		146,863,556	96,875,035	65.9626	96,874,400	635	99.9993	0.0007	12,749	18,637
Resolution No. 2										
Resolution required: (Ordinary/Special)		ORDINARY - To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2021 together with the Report of the Auditors thereon								
Whether promoter/ promoter group are interested in the agenda/resolution?		No								
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	78,211,953	78,010,485	99.7424	78,010,485	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
Total			78,010,485	99.7424	78,010,485	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	14,304,729	10,420,534	72.8468	10,420,534	0	100.0000	0.0000	0	17,409
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
Total			10,420,534	72.8468	10,420,534	0	100.0000	0.0000	0	17,409
Public- Non Institutions	E-Voting	54,346,874	7,314,033	13.4581	7,313,928	105	99.9985	0.0014	0	1,246
	Poll		1,129,975	2.0792	1,129,445	530	99.9530	0.0469	12,749	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
Total			8,444,008	15.5373	8,443,373	635	99.9925	0.0075	12,749	1,246
Total		146,863,556	96,875,027	65.9626	96,874,392	635	99.9993	0.0007	12,749	18,655
Resolution No. 3										
Resolution required: (Ordinary/Special)		ORDINARY - To declare a final dividend of Rs.3 per share on equity shares for the financial year ended March 31, 2021								
Whether promoter/ promoter group are interested in the agenda/resolution?		No								
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	78,211,953	78,010,485	99.7424	78,010,485	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
Total			78,010,485	99.7424	78,010,485	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	14,304,729	10,420,534	72.8468	10,420,534	0	100.0000	0.0000	0	17,409
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
Total			10,420,534	72.8468	10,420,534	0	100.0000	0.0000	0	17,409
Public- Non Institutions	E-Voting	54,346,874	7,313,669	13.4574	7,312,711	958	99.9869	0.0130	0	1,611
	Poll		1,129,975	2.0792	1,129,445	530	99.9530	0.0469	12,749	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
Total			8,443,644	15.5366	8,442,156	1,488	99.9824	0.0176	12,749	1,611
Total		146,863,556	96,874,663	65.9624	96,873,175	1,488	99.9985	0.0015	12,749	19,020

D. P. Bhowmik



Resolution No.	4									
Resolution required: (Ordinary/Special)	ORDINARY - To appoint a Director in place of Mr. Venkatraman Narayanan (having DIN 01856347) who retires by rotation and, being eligible, offers himself for re-appointment									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	78,211,953	78,010,485	99.7424	78,010,485	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		78,010,485	99.7424	78,010,485	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	14,304,729	10,420,534	72.8468	9,207,008	1,213,526	88.3544	11.6455	0	17,409
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		10,420,534	72.8468	9,207,008	1,213,526	88.3545	11.6455	0	17409
Public- Non Institutions	E-Voting	54,346,874	7,313,837	13.4577	7,313,646	191	99.9973	0.0026	0	1,505
	Poll		1,129,975	2.0792	1,129,145	830	99.9265	0.0734	12,749	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		8,443,812	15.5369	8,442,791	1,021	99.9879	0.0121	12,749	1505
Total		146,863,556	96,874,831	65.9625	95,660,284	1,214,547	98.7463	1.2537	12,749	18914
Resolution No.	5									
Resolution required: (Ordinary/Special)	ORDINARY - To appoint Auditors to hold office from the conclusion of the 10th Annual General Meeting until the conclusion of the 15th Annual General Meeting, and to fix their remuneration									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	78,211,953	78,010,485	99.7424	78,010,485	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		78,010,485	99.7424	78,010,485	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	14,304,729	10,420,534	72.8468	10,420,534	0	100.0000	0.0000	0	17,409
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		10,420,534	72.8468	10,420,534	0	100.0000	0.0000	0	17409
Public- Non Institutions	E-Voting	54,346,874	7,312,906	13.4560	7,312,608	298	99.9959	0.0040	0	2,362
	Poll		1,129,975	2.0792	1,129,445	530	99.9530	0.0469	12,749	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		8,442,881	15.5352	8,442,053	828	99.9902	0.0098	12,749	2362
Total		146,863,556	96,873,900	65.9618	96,873,072	828	99.9991	0.0009	12,749	19771
Resolution No.	6									
Resolution required: (Ordinary/Special)	ORDINARY - To appoint Mr. Joseph Vinod Anantharaju (having DIN No. 08859640) as Director of the Company, liable to retire by rotation									
Whether promoter/ promoter group are interested in the agenda/resolution?	No									
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	78,211,953	78,010,485	99.7424	78,010,485	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		78,010,485	99.7424	78,010,485	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	14,304,729	10,015,997	70.0188	7,559,742	2,456,255	75.4766	24.5233	0	421,946
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		10,015,997	70.0188	7,559,742	2,456,255	75.4767	24.5233	0	421946
Public- Non Institutions	E-Voting	54,346,874	7,313,977	13.4580	7,313,739	238	99.9967	0.0032	0	1,364
	Poll		1,129,875	2.0790	1,129,045	830	99.9265	0.0734	12,749	100
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		8,443,852	15.537	8,442,784	1,068	99.9874	0.0126	12,749	1464
Total		146,863,556	96,470,334	65.6870	94,013,011	2,457,323	97.4528	2.5472	12,749	423410

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Resolution No.		7								
Resolution required: (Ordinary/Special)		SPECIAL - To appoint Mr. Joseph Vinod Anantharaju (having DIN No. 08859640), as Whole-time Director of the Company designated as Executive Vice Chairman, for a period of five years from November 4, 2020 to November 3, 2025								
Whether promoter/ promoter group are interested in the agenda/resolution?		No								
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	78,211,953	78,010,485	99.7424	78,010,485	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		78,010,485	99.7424	78,010,485	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	14,304,729	10,015,997	70.0188	8,205,834	1,810,163	81.9272	18.0727	0	421,946
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		10,015,997	70.0188	8,205,834	1,810,163	81.9272	18.0727	0	421,946
Public- Non Institutions	E-Voting	54,346,874	7,313,366	13.4568	7,312,037	1,329	99.9818	0.0181	0	1,967
	Poll		1,129,875	2.0790	1,129,045	830	99.9265	0.0734	12,749	100
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		8,443,241	15.5358	8,441,082	2,159	99.9744	0.0256	12,749	2067
Total		146,863,556	96,469,723	65.6866	94,657,401	1,812,322	98.1214	1.8786	12,749	424013
Resolution No.		8								
Resolution required: (Ordinary/Special)		SPECIAL - To appoint Mr. Venkatraman Narayanan (having DIN No. 01856347), as Managing Director and Chief Financial Officer of the Company, for a period of five years from November 4, 2020 to November 3, 2025								
Whether promoter/ promoter group are interested in the agenda/resolution?		No								
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	78,211,953	78,010,485	99.7424	78,010,485	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		78,010,485	99.7424	78,010,485	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	14,304,729	10,015,997	70.0188	9,506,433	509,564	94.9124	5.0875	0	421,946
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		10,015,997	70.0188	9,506,433	509,564	94.9125	5.0875	0	421,946
Public- Non Institutions	E-Voting	54,346,874	7,313,223	13.4566	7,312,890	333	99.9954	0.0045	0	2,113
	Poll		1,129,975	2.0792	1,129,145	830	99.9265	0.0734	12,749	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		8,443,198	15.5358	8,442,035	1,163	99.9862	0.0138	12,749	2113
Total		146,863,556	96,469,680	65.6866	95,958,953	510,727	99.4706	0.5294	12,749	424059
Resolution No.		9								
Resolution required: (Ordinary/Special)		SPECIAL - To ratify and approve the 'Happiest Minds Employee Stock Option Scheme 2020', formulated and approved prior to the Initial Public Offering of the Company								
Whether promoter/ promoter group are interested in the agenda/resolution?		No								
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes – in favour (4)	No. of Votes – against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	Votes Invalid	Votes Abstained
Promoter and Promoter Group	E-Voting	78,211,953	78,010,485	99.7424	78,010,485	0	100.0000	0.0000	0	0
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		78,010,485	99.7424	78,010,485	0	100.0000	0.0000	0	0
Public- Institutions	E-Voting	14,304,729	10,420,534	72.8468	4,359,786	6,060,748	41.8384	58.1615	0	17,409
	Poll		0	0.0000	0	0	0.0000	0.0000	0	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		10,420,534	72.8468	4,359,786	6,060,748	41.8384	58.1615	0	17,409
Public- Non Institutions	E-Voting	54,346,874	7,312,383	13.4550	7,310,037	2,345	99.9679	0.0320	0	2,952
	Poll		1,129,975	2.0792	1,129,445	530	99.9530	0.0469	12,749	0
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000	0	0
	Total		8,442,358	15.5342	8,439,482	2,876	99.9659	0.0341	12,749	2952
Total		146,863,556	96,873,377	65.9615	90,809,753	6,063,624	93.7407	6.2593	12,749	20361

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Form No. MGT-13

REPORT OF SCRUTINIZER

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

To

The Chairman of the Tenth Annual General Meeting (AGM) of the Equity Shareholders of “**Happiest Minds Technologies Limited**” held on Wednesday, July 07, 2021 at 4.00 PM through Video Conferencing (VC).

Sir

I, V. Sreedharan, Partner of V. Sreedharan and Associates, Company Secretaries, Bengaluru was appointed as Scrutinizer pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the purpose of:

- (i) Scrutinizing the remote e-voting process under the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
- (ii) Voting through electronic voting system (“Instapoll”) at the AGM.



The management of the Company is responsible to ensure compliance with the requirement of the Companies Act, 2013, Rules and circulars issued by MCA and SEBI relating to conducting of AGM through VC/OAVM and voting by electronic means for the resolutions contained in the Notice of the Tenth Annual General Meeting of the Equity Shareholders dated June 07, 2021. My responsibility as a Scrutinizer for the voting process of voting by electronic means is restricted to making a Consolidated Scrutinizer's Report of the votes cast "in favor" and/or "against" the resolution stated in the notice of the AGM, based on the report generated from the e-voting system provided by KFin Technologies Private Limited, the Agency Authorized under the Rules and engaged by the Company to provide remote e-voting facilities and e-voting facilities to vote at the AGM ("Instapoll").

We submit our report as under:

1. The remote E-Voting period remained open from 9.00 a.m. Sunday, July 04, 2021 up to 5.00 p.m. Tuesday, July 06, 2021.
2. The Annual Report, the Notice of Annual General Meeting and the e-voting instructions slip were sent only by the electronic mode (e-mail) to those members whose email addresses were registered with the Company / Depository Participants / Depositories pursuant to General Circular No. 02/2021 read with General Circular Nos. 14/2020, 17/2020, 20/2020 issued by Ministry of Corporate Affairs and Circular dated 15th January, 2021 read with Circular dated 12th May, 2020 issued by the Securities and Exchange Board of India (collectively referred to as "Circulars").



3. The voting rights were reckoned as on Wednesday, June 30, 2021 being the Cut-off date for the purpose of deciding the entitlements of members at the remote e-voting.
4. After the conclusion of the Annual General Meeting, the votes cast through remote e-voting were unblocked on July 07, 2021 at 5.05 P.M. in the presence of two witnesses.
5. After declaration of voting by the Chairman, the shareholders present at the AGM through VC voted through e-voting facility provided by KFin Technologies Private Limited.
6. As per the information given by the Company / RTA the names of the shareholders who had voted by remote e-voting through the facility provided by KFin Technologies Private Limited had been blocked and only those members who were present at the AGM through VC and who had not voted on remote e-voting were allowed to cast their votes through e-voting system during the AGM.
7. Based on the data provided by KFin Technologies Private Limited e-voting system, the total votes cast in favour or against all the resolutions proposed in the Notice of the AGM are as under:

a) RESOLUTION No. 1:

To receive, consider and adopt the Audited Standalone Financial Statements of the Company for the financial year ended March 31, 2021 together with the Reports of Board of Directors and the Auditors thereon:



(i) Voted in favour of Resolution:

Particulars	Remote E-voting	E-Voting at the AGM (Instapoll)	Total
Number of Members voting	832	44	876
Number of votes cast by them	9,57,44,955	11,29,445	9,68,74,400
% of Total Number of valid votes cast	100	99.95	100

(ii) Voted against the resolution:

Particulars	Remote E-voting	E-Voting at the AGM (Instapoll)	Total
Number of Members voting	7	2	9
Number of votes cast by them	105	530	635
% of Total Number of valid votes cast	0.00	0.05	0.00

(iii) Invalid Votes - NIL



b) RESOLUTION No. 2:

To receive, consider and adopt the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2021 together with the Report of the Auditors thereon:

(i) Voted in favour of Resolution:

Particulars	Remote E-voting	E-Voting at the AGM (Instapoll)	Total
Number of Members voting	829	44	873
Number of votes cast by them	9,57,44,947	11,29,445	9,68,74,392
% of Total Number of valid votes cast	100	99.95	100

(ii) Voted against the resolution:

Particulars	Remote E-voting	E-Voting at the AGM (Instapoll)	Total
Number of Members voting	7	2	9
Number of votes cast by them	105	530	635
% of Total Number of valid votes cast	0.00	0.05	0.00

(iii) Invalid Votes - NIL



c) **RESOLUTION No.3:**

To declare final dividend on equity shares for the financial year ended March 31, 2021:

(i) **Voted in favour of Resolution:**

Particulars	Remote E-voting	E-Voting at the AGM (Instapoll)	Total
Number of Members voting	820	44	864
Number of votes cast by them	9,57,43,730	11,29,445	9,68,73,175
% of Total Number of valid votes cast	100	99.95	100

(ii) **Voted against the resolution:**

Particulars	Remote E-voting	E-Voting at the AGM (Instapoll)	Total
Number of Members voting	22	2	24
Number of votes cast by them	958	530	1488
% of Total Number of valid votes cast	0.00	0.05	0.00

(iii) **Invalid Votes - NIL**



d) **RESOLUTION No.4:**

To appoint a Director in place of Mr. Venkatraman Narayanan (DIN: 01856347) who retires by rotation and being eligible, offers himself for re-appointment:

(i) **Voted in favour of Resolution :**

Particulars	Remote E-voting	E-Voting at the AGM (Instapoll)	Total
Number of Members voting	808	43	851
Number of votes cast by them	9,45,31,139	11,29,145	9,56,60,284
% of Total Number of valid votes cast	98.73	99.93	98.75

(ii) **Voted against the resolution :**

Particulars	Remote E-voting	E-Voting at the AGM (Instapoll)	Total
Number of Members voting	29	3	32
Number of votes cast by them	12,13,717	830	12,14,547
% of Total Number of valid votes cast	1.27	0.07	1.25

(iii) **Invalid Votes - NIL**



e) RESOLUTION No.5:

To appoint Auditors to hold office from the conclusion of the 10th Annual General Meeting until the conclusion of the 15th Annual General Meeting, and to fix their remuneration:

(i) Voted in favour of Resolution:

Particulars	Remote E-voting	E-Voting at the AGM (Instapoll)	Total
Number of Members voting	819	44	863
Number of votes cast by them	9,57,43,627	11,29,445	9,68,73,072
% of Total Number of valid votes cast	100	99.95	100

(ii) Voted against the resolution:

Particulars	Remote E-voting	E-Voting at the AGM (Instapoll)	Total
Number of Members voting	13	2	15
Number of votes cast by them	298	530	828
% of Total Number of valid votes cast	0.00	0.05	0.00

(iii) Invalid Votes - NIL



f) RESOLUTION No. 6

To appoint Mr. Joseph Vinod Anantharaju (having DIN No. 08859640) as
Director of the Company:

(i) Voted in favour of Resolution:

Particulars	Remote E- voting	E-Voting at the AGM (Instapoll)	Total
Number of Members voting	803	42	845
Number of votes cast by them	9,28,83,966	11,29,045	9,40,13,011
% of Total Number of valid votes cast	97.42	99.93	97.45

(ii) Voted against the resolution:

Particulars	Remote E- voting	E-Voting at the AGM (Instapoll)	Total
Number of Members voting	30	3	33
Number of votes cast by them	24,56,493	830	24,57,323
% of Total Number of valid votes cast	2.58	0.07	2.55

(iii) Invalid Votes - NIL



g) RESOLUTION No.7:

To appoint Mr. Joseph Vinod Anantharaju (having DIN No. 08859640) as Whole-time Director of the Company designated as Executive Vice Chairman:

(i) Voted in favour of Resolution:

Particulars	Remote E-voting	E-Voting at the AGM (Instapoll)	Total
Number of Members voting	801	42	843
Number of votes cast by them	9,35,28,356	11,29,045	9,46,57,401
% of Total Number of valid votes cast	98.10	99.93	98.12

(ii) Voted against the resolution:

Particulars	Remote E-voting	E-Voting at the AGM (Instapoll)	Total
Number of Members voting	29	3	32
Number of votes cast by them	18,11,492	830	18,12,322
% of Total Number of valid votes cast	1.90	0.07	1.88

(iii) Invalid Votes - NIL



h) RESOLUTION No.8:

To appoint Mr. Venktraman Narayanan (having DIN No. 01856347) as Managing Director and Chief Financial Officer of the Company:

(i) Voted in favour of Resolution:

Particulars	Remote E-voting	E-Voting at the AGM (Instapoll)	Total
Number of Members voting	809	43	852
Number of votes cast by them	9,48,29,808	11,29,145	9,59,58,953
% of Total Number of valid votes cast	99.47	99.93	99.47

(ii) Voted against the resolution:

Particulars	Remote E-voting	E-Voting at the AGM (Instapoll)	Total
Number of Members voting	25	3	28
Number of votes cast by them	5,09,897	830	5,10,727
% of Total Number of valid votes cast	0.53	0.07	0.53

(iii) Invalid Votes - NIL



i) RESOLUTION No.9:

To ratify the 'Happiest Minds Employee Stock Option Scheme 2020'
("ESOP 2020"):

(i) Voted in favour of Resolution:

Particulars	Remote E-voting	E-Voting at the AGM (Instapoll)	Total
Number of Members voting	740	44	784
Number of votes cast by them	8,96,80,308	11,29,445	9,08,09,753
% of Total Number of valid votes cast	93.67	99.95	93.74

(ii) Voted against the resolution:

Particulars	Remote E-voting	E-Voting at the AGM (Instapoll)	Total
Number of Members voting	82	2	84
Number of votes cast by them	60,63,094	530	60,63,624
% of Total Number of valid votes cast	6.33	0.05	6.26

(iii) Invalid Votes - NIL



8. A list of Equity shareholders who voted "FOR" and "AGAINST" the resolutions (Both through Remote E-voting and E-voting at the AGM) has been handed over to the Company Secretary.

9. The electronic data and all other relevant records relating to the e-voting shall remain in our safe custody and shall be handed over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the Minutes of the aforesaid Annual General Meeting.

Thanking You,

Yours faithfully,

For V Sreedharan & Associates



(V. Sreedharan)
Partner
FCS 2347; CP No. 833



Bengaluru

July 08, 2021

UDIN: F002347C000594752