



**TeamLease**™  
Putting India to Work  
October 08, 2018

BSE Limited, Phiroze Jeejeebhoy Towers, Dalal Street, Fort, Mumbai 400 001  Scrip Code: 539658	National Stock Exchange of India Limited, Exchange Plaza, 5th Floor, Plot no. C/1, G Block, Bandra Kurla Complex, Bandra(E), Mumbai - 400 051  Scrip Code: TEAMLEASE
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**Sub: Results of Postal Ballot (including e-voting) and Scrutinizer's Report thereon**

Dear Sir/Madam,

Pursuant to Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find enclosed the results of voting by Postal Ballot (including e-voting) along with the Scrutinizer's Report, in respect of the resolution as set out in the Postal Ballot Notice dated July 24, 2018.

Please be informed that the special resolution as mentioned in the aforesaid Notice have not been passed with the requisite majority as the votes casted in favor of said resolutions were less than three times the votes casted against the same.

The same will be made available on the Company's website [www.teamleasegroup.com](http://www.teamleasegroup.com).

This is for your information and records.

Thanking You,

Yours Faithfully,  
For **TeamLease Services Limited**

Ashok Kumar Nedurumalli  
Managing Director  
(DIN: 00151814)



**TEAMLEASE SERVICES LIMITED**

**Postal Ballot Voting Results**

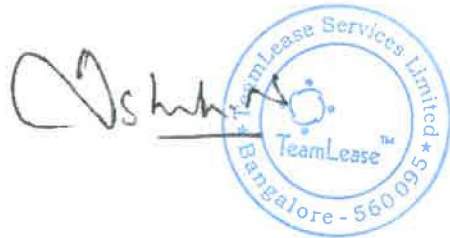
Disclosure as per Regulation 44 (3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

Company Name	TEAMLEASE SERVICES LIMITED
Date of the Postal Ballot	Notice dated July 24, 2018 (Voting start date September 07, 2018 at 9.00 am and voting end date October 06, 2018 at 5:00 pm)
Total number of shareholders on record date	7889
No. of shareholders present in the meeting either in person or through proxy:	Not Applicable
<b>Promoters and Promoter Group:</b>	
<b>Public:</b>	
No. of Shareholders attended the meeting through Video Conferencing	Not Applicable
<b>Promoters and Promoter Group:</b>	
<b>Public:</b>	

Resolution required: (Ordinary/ Special)	SPECIAL - APPROVAL FOR CREATION OF FRESH ESOP POOL OF 1.5% OF THE PAID-UP SHARE CAPITAL 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
Promoter and Promoter Group	E-Voting	6981243	6071487	86.9686	6071487	0	100.0000	0.0000
	Poll	6981243	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	6981243	0	0.0000	00	0	0.0000	0.0000
Public- Institutions	E-Voting	8459345	5562193	65.7521	604004	4958189	10.8590	89.1409
	Poll	8459345	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	8459345	0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	E-Voting	1656181	440608	26.6039	61539	379069	13.9668	86.0331
	Poll	1656181	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	1656181	140	0.0085	140	0	100.0000	0.0000
<b>Total</b>		<b>17096769</b>	<b>12074428</b>	<b>70.6240</b>	<b>6797170</b>	<b>5337258</b>	<b>55.7970</b>	<b>44.2030</b>




Resolution required: (Ordinary/ Special)		SPECIAL - APPROVAL FOR GRANT OF OPTIONS TO THE EMPLOYEES OF THE SUBSIDIARY/ASSOCIATE COMPANY (IES) OF THE COMPANY UNDER EMPLOYEES STOCK OPTION PLAN 2018 (ESOP 2018)						
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
Promoter and Promoter Group	E-Voting	6981243	6071487	86.9686	6071487	0	100.0000	0.0000
	Poll	6981243	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	6981243	0	0.0000	00	0	0.0000	0.0000
Public- Institutions	E-Voting	8459345	5562193	65.7521	604004	4958189	10.8590	89.1409
	Poll	8459345	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	8459345	0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	E-Voting	1656181	440608	26.6039	61539	379069	13.9668	86.0331
	Poll	1656181	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	1656181	140	0.0085	140	0	100.0000	0.0000
<b>Total</b>		<b>17096769</b>	<b>12074428</b>	<b>70.6240</b>	<b>6737170</b>	<b>5337258</b>	<b>55.7970</b>	<b>44.2030</b>





**M Siroya and Company**  
**Company Secretaries**

A-103, Samved Building (Madhukunj), Near EktaBhoomi, Rajendra Nagar, Borivali (E), Mumbai-400 066  
Telefax:+91 22 28706523; Mobile: 93243 10151; E-mail:siroyam@gmail.com; www.msiroya.com

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**SCRUTINIZER'S REPORT**

**(Postal Ballot Including E-voting)**

**[Pursuant to Section 108 & Section 110 of Companies Act, 2013 and the Companies (Management and Administration) Rules, 2014 as amended and the provisions of Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015]**

Report to the Chairman of the Board of Directors of M/s. TeamLease Services Limited(CIN:L74140MH2000PLC124003), a Company incorporated under the Companies Act, 1956 and having its Registered Office at Office No. 6, 3rd Floor, C Wing Laxmi Towers, BandraKurla Complex, Bandra (E), Mumbai MH 400051(hereinafter referred to as 'the Company') on the **POSTAL BALLOT** conducted by the Company to approve the businesses as mentioned in the Notice of Postal ballot dated July 24, 2018.

1. Pursuant to the provisions of the Companies Act, 2013 and Rules framed thereunder (including any statutory modification/s or re-enactment thereof for the time being in force), approval of the members was sought for (i) creation of fresh ESOP Pool of 1.5% of paid-up share capital of the Company; and (ii) to grant options to the employees of the subsidiary/associate company(ies) of the Company under Employees Stock Option Plan 2018 (ESOP 2018).
2. In terms of provisions of Section 110 of the Companies Act, 2013 read with Companies (Management and Administration) Rules, 2014, I was appointed as Scrutinizer by the Company on July 24, 2018 to conduct the Postal Ballot for passing of the Special Resolution as contained in the Notice dated July 24, 2018.
3. On the basis of the Register of Members and the List of beneficiary owners made available by the Depositories viz., National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL), as on August 24, 2018, the Company completed dispatch of the Notice of Postal Ballot :
  - By email on September 6, 2018 to 6537 Members who had registered their email-ids with the Company, and
  - By Speed Post on September 6, 2018 to 1352 Members who hold their shares either in physical form or have not registered their email id.

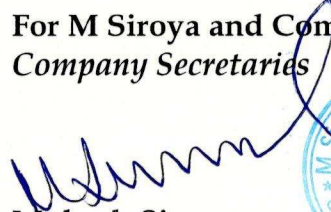




4. In terms of the aforesaid Notice, Members were required to convey their Assent or Dissent, as the case may be, on or before 17.00 HRS IST on October 6, 2018 in respect of the Special Resolutions as set out therein.
5. I had received 2 Postal Ballot Forms and 78 Members cast their votes on the e-Voting platform, till 17.00 HRS IST on October 6, 2018, being the last day for receipt of duly completed Postal Ballot Forms and e-Voting service facility arranged by Karvy Computershare Private Limited, as per said Notice.
6. With the support of Karvy Computershare Private Limited, the Registrar & Transfer agents (RTA) of the Company, the Postal Ballot Forms were scrutinized and signatures of Members who had cast their votes were verified with their specimen signatures registered with Company and as provided by the Depositories.
7. In case of e-Voting, Members' demographic details, their voting rights and voting pattern were provided by Karvy Computershare Private Limited.
8. The votes, if any, cast by a member(s) both in physical form and e-Voting having been identified, in terms of the said Notice, votes cast through e-Voting only were considered valid.
9. After the aforesaid scrutiny of Postal Ballot Forms and taking into account the e-Voting results, I report that both the Special Resolutions, as contained in the said Notice, have not been passed by the Members by Requisite Majority in as much as the votes cast in favour of the said Resolutions are less than three times the votes cast against the same.

I have annexed with this Report, the details of the Postal ballot and e-voting (**Annexure I**) and the analysis of the Results of the Special Resolutions (**Annexure II**) as contained in the said Notice.

**For M Siroya and Company**  
**Company Secretaries**

  
**Mukesh Siroya**  
**Proprietor**

**CP No.: 4157**

Date: October 8, 2018

Place: Mumbai



Details of the Postal Ballot & E-voting

<b>A</b>	<b>Postal Ballot</b>	No. of Forms/Votes	No. of Votes
1.	Number of Forms received from Members	<b>2</b>	<b>140</b>
2.	Number of Forms rejected/not considered for reasons as stated below:-	-	
	a. Signature mismatch	-	
	b. Not signed	-	
	c. Not voted	-	
	d. Voted Electronically	-	
	e. Board Resolution not attached	-	
	Total Invalid Forms		
	Number of Valid Forms (A)	<b>2</b>	<b>140</b>
<b>B</b>	<b>E-Voting</b>		
1.	Number of members who participated in e-voting	78	12298029
2.	Number of Votes not considered (invalid e-votes)	3	223741
3.	Number of Valid eVotes (B)	75	12074288
<b>C</b>	<b>Total (A+B)</b>	<b>77</b>	<b>12074428</b>





## Annexure II

### Analysis of Results of the Special Resolutions as set out in Notice

<b>1. TO APPROVE OF CREATION OF FRESH ESOP POOL OF 1.5% OF PAID-UP SHARE CAPITAL OF THE COMPANY</b>							
Particulars	Number of			Number of votes contained in			Percentage
	Remote e-votes	Postal Ballot Forms	Total	Remote e-votes	Postal Ballot Forms	Total	
<b>Assent</b>	25	2	27	6737030	140	6737170	55.80
<b>Dissent</b>	50	0	50	5337258	0	5337258	42.20
<b>Total</b>	<b>75</b>	<b>2</b>	<b>77</b>	<b>12074288</b>	<b>140</b>	<b>12074428</b>	<b>100</b>

#### Details of Invalid Votes:

Mode of Voting	No. of Postal ballot & e-voting	No. of Shares
Postal Ballot	0	0
Remote E- Voting	3	223741
<b>Total</b>	<b>3</b>	<b>223741</b>

Accordingly, out of the 77 valid votes polled through Postal Ballot Forms and E-Votes, 6737170 votes were cast **ASSENTING** to the Special Resolution constituting 55.80% (Approx.) of the valid votes polled and 5337258 votes were cast **DISSENTING** to the Special Resolution constituting 42.20% (Approx.) of the valid votes polled.

Based on the above result, I report that the Special Resolution as set out in Item No. 1 of the Notice of Postal Ballot dated July 24, 2018 has not been passed by the Members by Requisite Majority in as much as the votes cast in favour of the said Resolution are less than three times the votes cast against the same.



**2. TO GRANT OPTIONS TO THE EMPLOYEES OF THE SUBSIDIARY/ASSOCIATE COMPANY(IES) OF THE COMPANY UNDER EMPLOYEES STOCK OPTION PLAN 2018 (ESOP 2018)**

Particulars	Number of			Number of votes contained in			Percentage
	Remote e-votes	Postal Ballot Forms	Total	Remote e-votes	Postal Ballot Forms	Total	
<b>Assent</b>	25	2	27	6737030	140	6737170	55.80
<b>Dissent</b>	50	0	50	5337258	0	5337258	42.20
<b>Total</b>	<b>75</b>	<b>2</b>	<b>77</b>	<b>12074288</b>	<b>140</b>	<b>12074428</b>	<b>100</b>

**Details of Invalid Votes:**

Mode of Voting	No. of Postal ballot & e-voting	No. of Shares
Postal Ballot	0	0
Remote E- Voting	3	223741
<b>Total</b>	<b>3</b>	<b>223741</b>

Accordingly, out of the 77 valid votes polled through Postal Ballot Forms and E-Votes, 6737170 votes were cast **ASSENTING** to the Special Resolution constituting 55.80% (Approx.) of the valid votes polled and 5337258 votes were cast **DISSENTING** to the Special Resolution constituting 42.20% (Approx.) of the valid votes polled.

Based on the above result, I report that the Special Resolution as set out in Item No. 2 of the Notice of Postal Ballot dated July 24, 2018 has not been passed by the Members by Requisite Majority in as much as the votes cast in favour of the said Resolution are less than three times the votes cast against the same.





The electronic data and all other relevant records relating to remote e-voting and voting through postal ballot forms are under my safe custody and will be handed over to the Company Secretary/Authorised Person for preserving safely after the Chairman considers, approves and declares the results of the Postal Ballot.

**For M Siroya and Company**  
*Company Secretaries*



**Mukesh Siroya**  
**Proprietor**  
**CP No.: 4157**

Date: October 8, 2018

Place: Mumbai