

**Date:** March 07, 2019

**BSE Limited**

Corporate Service Department,  
01<sup>st</sup> Floor, P. J. Towers,  
Dalal Street,  
Mumbai 400 001

Fax: (022) 2272 2039/2272 3121

**Scrip ID:** ZENSARTECH  
**Scrip Code:** 504067

**The National Stock Exchange of India Ltd.**

Exchange Plaza, 03<sup>rd</sup> floor,  
Plot No. C/1, 'G' block,  
Bandra Kurla Complex, Bandra (E),  
Mumbai 400 051

Fax: (022) 26598237/26598238

**Symbol:** ZENSARTECH  
**Series:** EQ

**Sub: Voting results of Postal Ballot**

Dear Sir(s),

Pursuant to provisions of Regulation 30 and 44 (3) of SEBI (Listing Obligation and Disclosure Requirements) Regulation, 2015 and other applicable provisions, please find enclosed herewith Scrutinizer's Report on Voting Results for the Special resolution passed by the members by way of Postal Ballot on March 5, 2019 for the purpose of Continuation of directorship of Mr. A.T. Vaswani, post attainment of age of Seventy- five years.

You are requested to kindly take the same on record and acknowledge the receipt.

Thanking you,  
Yours sincerely,

For **Zensar Technologies Limited**

  
Gaurav Tongia  
Company Secretary



**Encl:** As above

**ZENSAR TECHNOLOGIES LTD**

Date of the AGM/EGM/POSTAL BALLOT COMPLETION DATE	5-Mar-19
Total number of shareholders on record date	28654
No. of shareholders present in the meeting either in person or through proxy: Promoters and promoter Group: Public:	<b>NOT APPLICABLE</b>
No. of shareholders attended the meeting through Video Conferencing: Promoters and promoter Group: Public:	<b>NOT APPLICABLE</b>

Resolution 1 :Continuation of directorship of Mr A.T.Vaswani, post attainment of age of seventy-five years.

Resolution reQuired :(Ordinary/ Soeciall	Soecial Resolution
Whether promoter/promoter group are interested in the agenda/resolution ?	<b>No</b>

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 favor (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 & Promoter Group	<b>E-VOTING</b>	<b>109,961,060</b>	<b>109,961,060</b>	<b>100.00</b>	<b>109,961,060</b>	-	<b>100.00</b>	-
	POLL	-	-	-	-	-	-	-
	POSTAL BALLOT	<b>109,961,060</b>	-	-	-	-	-	-
	<b>TOTAL</b>	<b>109,961,060</b>	<b>109,961,060</b>	<b>100.00</b>	<b>109,961,060</b>	-	<b>100.00</b>	-
Public - Institutions	E-VOTING	<b>43,380,175</b>	<b>30,664,774</b>	<b>70.69</b>	<b>26,926,848</b>	<b>3,737,926</b>	<b>87.81</b>	<b>12.19</b>
	POLL	-	-	-	-	-	-	-
	POSTAL BALLOT	<b>43,380,175</b>	-	-	-	-	-	-
	<b>TOTAL</b>	<b>43,380,175</b>	<b>30,664,774</b>	<b>70.69</b>	<b>26,926,848</b>	<b>3,737,926</b>	<b>87.81</b>	<b>12.19</b>
Public-Non Institutions	E-VOTING	<b>71,782,910</b>	<b>51,558,262</b>	<b>71.83</b>	<b>51,552,129</b>	<b>6,133</b>	<b>99.99</b>	<b>0.01</b>
	POLL	-	-	-	-	-	-	-
	POSTAL BALLOT	<b>71,782,910</b>	<b>110,499</b>	<b>0.15</b>	<b>97,155</b>	<b>13,344</b>	<b>87.92</b>	<b>12.08</b>
	<b>TOTAL</b>	<b>71,782,910</b>	<b>51,668,761</b>	<b>71.98</b>	<b>51,649,284</b>	<b>19,477</b>	<b>99.96</b>	<b>0.04</b>
<b>TOTAL</b>		<b>225,124,145</b>	<b>192,294,595</b>	<b>85.42</b>	<b>188,537,192</b>	<b>3,757,403</b>	<b>98.05</b>	<b>1.95</b>





**Date: 7<sup>th</sup> March, 2019**

**To,  
The Chairman,  
Zeosar Technologies Limited,  
Puoe**

**Sub. : Report on the voting process of the postal ballot by post and through electronic mode [herein after referred to as the 'postal ballot(s)'] pursuant to notice of postal ballot dated 21<sup>st</sup> January, 2019.**

**Dear Sir,**

I, S. V. Deulkar, Partner of SYD & Associates, thank you for appointing us as Scrutinizers for conducting the voting process of the postal ballot on the resolution as mentioned in the captioned postal ballot notice of Zensar Technologies Limited ('the Company').

The postal ballots received by the Company upto Tuesday, 5<sup>th</sup> March, 2019 till 5.00 PM were scrutinized and report is annexed herewith as 'Annexure I'.

I hereby declare that Special Resolution at Item No. 1, as per the aforesaid notice of the Postal Ballot of the Company, has been passed with requisite majority.

**For SVD & Associates**

S. V. Deulkar  
Partner  
C.P. No. 965



**Encl:  
Postal Ballot Report - Annexure I**

S. V. Deulkar  
Company Secretary  
63, Ashoknagar,  
Pune - 411007

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Annexure-I

Postal Ballot Report pursuant to notice of postal ballot dated 21<sup>st</sup> January, 2019 of **Zensar** Technologies Limited

(Pursuant to Section 110 of the Companies Act, 2013 and Rule 22(9) of the Companies (Management and Administration) Rules, 2014)

1. The compliance with the provisions of the Companies Act, 2013 and the rules made thereunder relating to postal ballot by the shareholders of Zensar Technologies Limited (hereinafter referred to as 'the Company') on the resolution proposed in the captioned notice of the postal ballot is the responsibility of the management. My responsibility as a Scrutinizer is to render consolidated Scrutinizer's Report of the total votes cast in favour or against if any, on the resolution.
2. In accordance with the captioned notice of the postal ballot which was dispatched to the shareholders by prescribed modes, was completed on 1<sup>st</sup> February, 2019 and the 'Advertisement' published on Saturday, 2<sup>nd</sup> February, 2019 pursuant to Rule 22 (3) of the Companies (Management and Administration) Rules, 2014, the voting commenced on Monday, 4<sup>th</sup> February, 2019 (9.00 a.m.) and ended on Tuesday 5<sup>th</sup> March, 2019 (5.00 p.m.) for ballots by post and through electronic mode. The electronic voting (e-voting) facility was provided by Central Depository Services (India) Limited (CDSL). The votes were unblocked at around 5:05 p.m. on Tuesday 5<sup>th</sup> March, 2019 in the presence of 2 (Two) witnesses, viz. (Ms. Pranoti Shinde, Guruwar Peth, Pune-411042 and Ms. Soma Dutta, Karve Nagar, Pune-411052), neither of whom are in the employment of the Company and the e-voting summary statement was downloaded from e-voting website of Central Depository Services (India) Limited, (CDSL), ([www.evotingindia.com](http://www.evotingindia.com)).
- J. Toe equity shareholders holding shares as on Friday, 18<sup>th</sup> January, 2019 "cut-off date", were entitled to vote on the resolution stated in the captioned notice of the postal ballot.
4. Report on the results of the voting is based on the data downloaded from the e-voting website of CDSL and the votes cast by way of ballot forms received by the Company in respect of the resolution contained in the captioned notice of the postal ballot. The report on the voting process is as under:



**1. Special Resolution at item no.1 - Continuation of Directorship of Mr. A. T. Vaswani, post attainment of age of seventy-five years**

Particulars		Voting through post	E-Voting	TOTAL
		(A)	(B)	(A)+ (B)
I.	Total number of Shareholders	-	-	28654
II.	Total Shareholders to whom Postal Ballots sent by post	-	-	7759
	Total shareholders to whom email sent	-	-	20895
III.	Total shareholders who exercised their votes	150	152	302
IV.	Number of Postal Ballots rejected and not voted or Partly voted	16	-	16
	*Number of shareholders	16	-	16
	Number of shares	17924	-	17924
V.	Total No. of Valid votes	134	152	286
	*Number of shareholders in favour	124	126	250
	Number of shareholders against	13	26	39
	Shareholders in favour of the resolution as a percentage of valid votes exercised	92.54%	83.89%	87.41%
VI.	Total votes (in terms of number of voting rights/shares) exercised through postal ballots	128423	192184096	192312519
	Less: Total votes (in terms of number of voting rights/shares) rejected and not voted	17924	0	17924
	Total valid votes	110499	192184096	192294595
VII.	Number of votes in favour of the resolution	97155	188440037	188537192
	Number of votes against the resolution	13344	3744059	3757403
VIII.	Votes in favour of the resolution as a percentage of votes cast	87.92%	98.05%	98.05%

\*3(Three) shareholders has partly voted.



5. Register of Postal Ballot and all other relevant records of voting process given/ provided/ maintained in electronic mode and the ballots, will remain in my custody until the Chairman considers, approves and signs the minutes of the Postal Ballot and the same shall be handed over thereafter to the Chairman person authorized by him for safe keeping.



S. V. Deulkar  
C.P. No. 965

Place: Pune  
Date: **7<sup>th</sup> March, 2019**