

Majesco Limited  
Regd. Off.: MNDC, MBP-P-136,  
Mahape,  
Navi Mumbai – 400 710, India  
☎ +91-22-61501800  
☎ +91-22-27781320  
www.majesco.com

Date: April 30, 2019

**Listing Department**  
**BSE Limited**  
Phiroze Jeejeebhoy Towers  
Dalal Street, Fort  
Mumbai-400 001.

**Listing Department**  
**National Stock Exchange of India Limited**  
Bandra Kurla Complex  
Bandra East  
Mumbai – 400 051.

**BSE Script Code: 539289**

**NSE Symbol: MAJESCO**

Dear Sir/Madam,

**Sub: Submission of Postal Ballot & E-Voting Results**

We wish to inform you that the Postal Ballot was conducted by the Company for Sale and transfer of India Insurance Products & Services Business on slump sale basis.

The above Special Resolution has been approved by the Members of the Company with requisite majority today.

The resolution is deemed to have been passed on the last date for receipt of duly completed Postal Ballot Forms and Remote E-voting i.e. April 30, 2019.

Pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the combined voting results of the Postal Ballot (through Remote E-voting and Postal Ballot Forms) in the prescribed format along with the copy of Scrutinizer's Report are enclosed herewith. The same will also be made available on the Company's website at [www.majesco.com](http://www.majesco.com).

Kindly take the above information on record.

Thanking you.

Yours faithfully,  
For **Majesco Limited**

*Varika Rastogi*  
**Varika Rastogi**  
Company Secretary



Encl: As above



**DETAILS OF VOTING RESULTS**

**AS PER REGULATION 44(3) OF THE SEBI (LISTING OBLIGATIONS AND DISCLOSURE  
REQUIREMENTS) REGULATIONS, 2015**

Date of AGM/EGM declaration of Voting Results of Postal Ballot	April 30, 2019
Total number of shareholders on record cut-off date (as on March 22, 2019)	24,292
No. of shareholders present in the meeting either in person or through proxy who casted their votes:	
• Promoters and Promoter Group:	23
• Public:	142
No. of Shareholders attended the meeting through Video Conferencing	Not Applicable
• Promoters and Promoter Group:	
• Public:	





## Special Business

### Sale and transfer of India Insurance Products & Services Business on slump sale basis

Resolution required: (Ordinary/ Special)			Special Resolution					
Whether promoter/ promoter group are interested in the agenda/resolution?			No					
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
Promoter and Promoter Group	E-Voting	1,11,78,172	1,11,78,172	100.0000	1,11,78,172	0	100.0000	0.0000
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>1,11,78,172</b>	<b>100.00</b>	<b>1,11,78,172</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public- Institutions	E-Voting	57,47,656	37,41,734	65.1002	35,63,484	1,78,250	95.2362	4.7638
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>37,41,734</b>	<b>65.1002</b>	<b>35,63,484</b>	<b>1,78,250</b>	<b>95.2362</b>	<b>4.7638</b>
Public- Non Institutions	E-Voting	1,14,19,613	3,29,028	2.8813	3,26,204	2,824	99.1417	0.8583
	Poll		N.A.	N.A.	N.A.	N.A.	N.A.	N.A.
	Postal Ballot		2	0.0000	2	0.0000	0	0.0000
	<b>Total</b>		<b>3,29,030</b>	<b>2.8813</b>	<b>3,26,206</b>	<b>2,824</b>	<b>99.1417</b>	<b>0.8583</b>
<b>Total</b>		<b>2,83,45,441</b>	<b>1,52,48,936</b>	<b>53.7968</b>	<b>1,50,67,862</b>	<b>1,81,074</b>	<b>98.8125</b>	<b>1.1875</b>

*Vaivek Rastogi*





**M. K. SARSWAT & ASSOCIATES**  
COMPANY SECRETARIES

419, 4th Floor, Atlanta Estate, Near Virwani Industrial Estate, Opp. Oberoi Mall, Western Express Highway, Goregaon (East),  
Mumbai - 400063. E-Mail Id: [cs.mukeshsaraswat@gmail.com](mailto:cs.mukeshsaraswat@gmail.com), Office Contact No.: 022-49743623, M. No. 9892859050.

Dated: April 30, 2019

To,  
The Chairman,  
**MAJESCO LIMITED,**  
Add: MNDC, MBP-P-136, MAHAPE,  
NAVI MUMBAI - 400 710,  
MAHARASHTRA, INDIA

**Subject: Scrutinizer's Report on remote E-Voting and Postal Ballot process conducted pursuant to provision of Section 108 and 110 of the Companies Act, 2013 read with Rule 20 and 22 respectively of the Companies (Management and Administration) Rules, 2014 as amended of Equity Shareholders of the Company.**

Dear Sir,

I, Mukesh Sarswat, Practicing Company Secretary (Membership No. FCS 9992 & CP No. 10856) having my office at 419, 4th Floor, Atlanta Estate, Near Virwani Industrial Estate, Western Express Highway, Goregaon (E), Mumbai-400063, have been appointed as a Scrutinizer of MAJESCO LIMITED ("the Company") having CIN: L72300MH2013PLC244874 pursuant to provision of Section 108 and 110 of the Companies Act, 2013 read with Rule 20 and 22 respectively of the Companies (Management and Administration) Rules, 2014 as amended to conduct remote E-Voting through National Securities Depository Limited ("NSDL") and Postal Ballot conducted for Public only as SEBI Circular bearing no. CIR/CFD/CMD1612015 dated November 30, 2015 of the Equity Shareholders of the Company on resolution seeking shareholders approval in respect of the below mentioned resolutions.

I was also appointed as the Scrutinizer to scrutinize the postal ballot/e-voting process in fair and transparent manner.

The Postal Ballot Notice was dispatched on March 31, 2019 along with the statement setting out material facts under Section 102 of the Act, ballot forms and self addressed postage business reply envelope to its member whose name appeared on the Register of members/list of beneficial owner as on the cut-off date i.e., March 22, 2019.

The Company has availed the remote e-voting facility offered by NSDL for conducting remote e-voting by the shareholders of the Company.

Pursuant to Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 and advertisement was published by the Company in the 'Financial Express' in English language and 'Mumbai Lakshadeep' in Marathi language dated 01<sup>st</sup> April, 2019 informing the completion of dispatch of notice along with other related matter mentioned therein.



The Voting period of remote e-voting commenced on Monday, April 1, 2019 at 9:00 A.M. (IST) and end on Tuesday, April 30, 2019 at 5:00 P.M. (IST) and the NSDL e-voting platform was blocked thereafter.

After the closure of the e-voting, report on voting was generated in my presence and the same was diligently scrutinized.

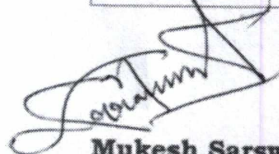
The vote casts under remote e-voting facility were thereafter unblocked in the presence of 2 witnesses who are not in the employment of the Company and after the closure of remote e-voting the votes cast there under were counted.

I have scrutinized and reviewed the remote e-voting and votes tendered therein based on the data from NSDL e-voting system and voting by postal ballot.

I now submit my Scrutinizer Report as under on the result of the remote e-voting and voting by postal ballot in respect of the said resolution.

**Resolution as a Special Resolution: Sale and transfer of India Insurance Products & Services Business on slump sale basis.**

Particulars	Remote e-voting		Postal Ballot		Total		Percentage
	No.	Votes	No.	Votes	No.	Votes	
<b>Favour</b>	135	15067860	1	2	136	15067862	98.81
<b>Against</b>	29	181074	0	0	29	181074	1.19
<b>Invalid</b>	0	0	0	0	0	0	0
<b>Total</b>	164	15248934	1	2	165	15248936	100



**Mukesh Sarawat**  
**(Practicing Company Secretary)**  
**M No. FCS 9992 CP No. 10856**



Place: Mumbai  
Dated: April 30, 2019