



R.S. SOFTWARE (INDIA) LTD.

CIN: L72200WB1987PLC043375

www.rssoftware.com

An ISO 9001:2008, ISO 27001:2005 and SEI-PCMM Level 3 Company

December 31, 2014

The Asst. General Manager
Department of Corporate Services,
Bombay Stock Exchange Ltd.,
1st Floor, Phiroze Jeejeebhoy Towers,
Dalal Street,
Mumbai - 400 001

Dear Sir,

Sub: **Postal Ballot Result as per Clause 35A of the Listing Agreements**

We are submitting the Postal Ballot Result as per Clause 35A of the Listing Agreements for the sub-division of face value of equity shares of the Company to Rs.5/- each as against Rs.10/- each.

Kindly acknowledge receipt of the above.

Thanking you,

Yours faithfully,
For R S Software (India) Limited

Vijendra Kumar Surana
CFO & Company Secretary

Encl.: **As above**

Global Leader in Providing Technology Solutions to the Electronic Payments Industry

- Registered Office:** ➤ R.S. Software (India) Ltd. A-2, FMC Fortuna, 234/3A, A.J.C. Bose Road, Kolkata 700020, India
Tel: 91 33 2287 5746, 91 33 2281 0106 /07 /08 /09 Fax: 91 33 2287 6256
- Computer Centers:** ➤ *RS Tower*, Block DN - 9, Sector - V, Salt Lake Electronics Complex, Kolkata 700091, India Tel: 91 33 6601 8899 Fax: 91 33 2367 4469
➤ Plot J1 - 11, Block EP, Sector - V, Salt Lake Electronics Complex, Kolkata 700091
- US Offices:** ➤ 1900 McCarthy Boulevard, Suite #103, Milpitas CA 95035 Tel: 408 382 1200 Fax: 408 382 0083
➤ 555 North Point Center East, 4th floor, Alpharetta GA 30022 Tel: 678 366 5179 Fax: 678 366 5001
- UK Office:** ➤ The Lansdowne Building, 2 Lansdowne Road, Croydon CR9 2ER Tel: 208 263 6014 Fax: 208 263 6100
- Subsidiaries:** ➤ Responsive Solutions Inc., California, US
➤ R.S. Software (Asia) Pte. Limited, Singapore, Asia

R.S. Software (India) Limited

Record Date of Postal Ballot : 14th November, 2014

Total number of shareholders on record date : 19697

No. of Shareholders voted through e-voting or through physical ballot :

Promoters and Promoter Group : 2
Public Institution : 11
Public Others : 196

Details of Agenda :

Resolution No : 1 - Sub division of face value of equity shares

Resolution required (Special)

Promoter/Public	No. of shares held	No. of votes polled (1)	% 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
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Mode of voting : (E-voting)

Promoter and Promoter Group	4912279	4912279	100.00	4912279	0	100.00	0.00
Public - Institutional holders	783181	391024	49.93	391024	0	100.00	0.00
Public -Others	7116874	118594	1.67	117790	804	99.32	0.68
Total (A)	12812334	5421897	42.32	5421093	804	99.99	0.01

Mode of voting : (Ballot Form)

Promoter and Promoter Group	4912279	0	0.00	0	0	0.00	0.00
Public - Institutional holders	783181	0	0.00	0	0	0.00	0.00
Public -Others	7116874	43352	0.61	43278	74	99.83	0.17
Total (B)	12812334	43352	0.34	43278	74	99.83	0.17

Mode of voting (A+B) : E-voting & Ballot (Consolidated)



Promoter and Promoter Group	4912279	4912279	100.00	4912279	0	100.00	0.00
Public - Institutional holders	783181	391024	49.93	391024	0	100.00	0.00
Public -Others	7116874	161946	2.28	161068	878	99.46	0.54
Total (A+B)	12812334	5465249	42.66	5464371	878	99.98	0.02



Resolution No : 2 - Re classification of Equity Share Capital and consequent alteration in Memorandum of Association

Resolution required (Special)

Promoter/Public	No. of shares held	No. of votes polled (1)	% 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
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Mode of voting : (E-voting)

Promoter and Promoter Group	4912279	4912279	100.00	4912279	0	100.00	0.00
Public - Institutional holders	783181	391024	49.93	391024	0	100.00	0.00
Public -Others	7116874	118594	1.67	117829	765	99.35	0.65
Total (A)	12812334	5421897	42.32	5421132	765	99.99	0.01

Mode of voting : (Ballot Form)

Promoter and Promoter Group	4912279	0	0.00	0	0	0.00	0.00
Public - Institutional holders	783181	0	0.00	0	0	0.00	0.00
Public -Others	7116874	43352	0.61	43264	88	99.80	0.20
Total (B)	12812334	43352	0.34	43264	88	99.80	0.20

Mode of voting (A+B) : E-voting & Ballot (Consolidated)

Promoter and Promoter Group	4912279	4912279	100.00	4912279	0	100.00	0.00
Public - Institutional holders	783181	391024	49.93	391024	0	100.00	0.00
Public -Others	7116874	161946	2.28	161093	853	99.47	0.53
Total (A+B)	12812334	5465249	42.66	5464396	853	99.98	0.02

For R. S. SOFTWARE INDIA LTD.


CFO & Company Secretary