



KELLTON TECH SOLUTIONS LIMITED.

Hyderabad, December 16, 2015

To
The Bombay Stock Exchange Limited
25th Floor, P.J. Towers,
Dalal Street,
Mumbai – 400 001

Dear Sir/Ma'am,

Sub: Listing Compliances – Scrutinizer's Report – Regarding
Ref: Script Code – 519602

With reference to the subject matter cited, we attach the Scrutinizer's Report certifying the results on the business items contained in the notice of the 21st AGM through remote e-voting and voting by poll at the 21st Annual General Meeting of the Company held on 16th December, 2015 pursuant to Section 108 and 109 of Companies Act, 2013 read with Rule 20 and 21(2) of the Companies (Management and Administration) Rules, 2014 and Listing Agreement.

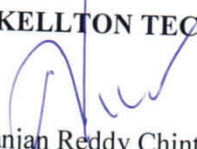
The Company had appointed Mr. Manoj Kumar Koyalkar of M/s. AGR Reddy & Co., Company Secretaries as the Scrutinizer for remote e-voting and voting by poll. The Scrutinizer has submitted his report on 16th December, 2015.

On the basis of the report received from the Scrutinizer, the Company has declared that the Resolutions set out in the notice of 21st AGM were passed with requisite majority in favour of the Resolutions.

Kindly take the above information on records.

Thanking you,

for **KELLTON TECH SOLUTIONS LIMITED**


Niranjan Reddy Chintam
Chairman & Whole-Time Director
DIN: 01658591

Encl: Scrutinizer's Report



Report of Scrutinizer on Remote e-Voting Process & Vote by Poll at 21st Annual General Meeting

[Pursuant to section 108 and 109 of Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Amended Rules, 2015 and Rule 21 of the Companies (Management and Administration) Rules, 2014]

To
The Chairman
KELLTON TECH SOLUTIONS LIMITED
Plot No 1367, Road No- 45,
Jubilee Hills,
Hyderabad-500033, Telangana

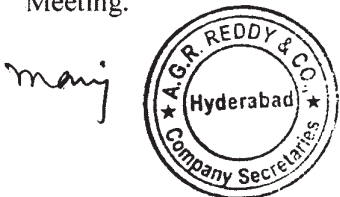
Sir,

Sub: Scrutinizer's Report on Remote e-Voting Process & Vote by Poll conducted pursuant to the provisions of Section 108 and 109 of the Companies Act, 2013 ('the Act') read with Rule 20 of the Companies (Management and Administration) Amended Rules, 2015 and Rule 21 of Companies (Management and Administration) Rules, 2014 for 21st Annual General Meeting

The Board of Directors of Kellton Tech Solutions Limited ('the Company') at its meeting held on 25th November, 2015, decided to provide to the members of the company, a facility to exercise their voting rights on the resolutions as set out in the notice of 21st Annual General Meeting to be held on 16th December, 2015 by way of electronic means as required under provisions of section 108 of the Companies Act, 2013 ('the Act') read with Rule 20 of the Companies (Management and Administration) Amended Rules, 2015 ('the Rules').

I, Manoj Kumar Koyalkar, Practicing Company Secretary, bearing Membership No. 19445 has been appointed as the Scrutinizer by the Board of Directors at their meeting held on 25th November, 2015 as required under Section 108 of the Act, read with Rule 20 of the Rules, for the purpose of scrutinizing the Remote e-voting process and Voting by Poll in a fair and transparent manner and ascertaining the requisites majority for passing of resolutions as contained in the notice convening the 21st Annual General Meeting of the Company to be held on 16th December, 2015.

The management of the company is responsible to ensure the compliance with the requirements of the Act and Rules relating to voting through electronic means and voting by poll on the resolutions contained in the Notice and I made a Scrutinizer's Report of the Votes cast "in favour" or "against" the resolutions stated above, based on the reports generated from the Remote e-voting system provided by CDSL, the authorized agency to provide remote e-voting facilities, engaged by the Company and based on the voting by Poll at the Annual General Meeting.



AGR Reddy & Co.
Company Secretaries, Suite #202, Pavani Annexe,
Banjara Hills, Road #2, Hyderabad-500 034, Tel : +91-040-23541900.
E-mail: mail@agrlaws.com, URL: www.agrlaws.com

The notice dated 25th November, 2015 convening the 21st Annual General Meeting of the Company to be held on 16th December, 2015 along with the statement setting out the material facts under section 102 of the Act were sent to members of the company.

The members of the company holding shares as on the cut-off date i.e., 08th December, 2015 were entitled to vote on the resolutions proposed as set out in the notice of Annual General Meeting.


In this regard, I submit my report as under:

1. The Remote e-voting period remained open from Sunday, 13th December, 2015 at 09:00 A.M. to Tuesday, 15th December, 2015 at 05:00 P.M.
2. After the end of the Annual General Meeting, I have unblocked the electronic votes in the presence of two witnesses not in the employment of the company.
3. The details containing list of shareholders who vote for or against each of the resolutions that were put to vote were downloaded from the Remote e-voting website of CDSL (www.evotingindia.com)
4. Pursuant to clause 35B of the Listing Agreement entered by the company, the company has also provided facility of voting through the physical ballot form to those members who do not have access to the remote e-voting facility. The physical ballot forms received by the Company were kept in my safe custody. My report includes the results of voting through the physical ballot forms in addition to votes casted through remote e-voting website of CDSL by the eligible shareholders.
5. I have scrutinized the votes casted through electronic means and also through physical ballot forms for the purpose of this report.
6. The particulars of all the electronic votes casted by the members through remote e-voting process and votes casted by the members through physical ballot forms have been recorded in a register separately maintained for the purpose.
7. The result of the voting is as per annexure attached herewith.
8. The Register, all other papers and relevant records relating to voting shall remain in my custody until the Chairman considers, approves and signs the minutes of aforesaid Annual General Meeting and the same are handed over to the Director for safe custody.

Recommendation:

All the resolutions having secured requisites majority of votes, the respective resolutions may be considered to have been passed. The Chairman of the Company may accordingly declare the result of voting.

Thanking You,
for AGR Reddy & Co.
Company Secretaries


Manoj Kumar Koyalkar
Membership No: 19445
CP No: 10004
Place: Hyderabad
Date: 16.12.2015



Annexure of the Scrutinizer's Report

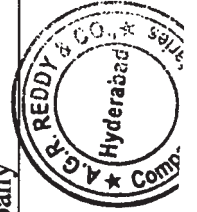
Results of Remote e-voting conducted for the 21st Annual General Meeting of Kellton Tech Solutions Limited

Reso No./ Item No.	Heading of the Resolution	Type of Resolutio n	Valid votes						Invalid Votes	
			Voting in Favour (Assent)			Voted Against (Dissent)			Number of members voting (in person)	No. of votes casted
			No. of Member s voting (in person)	No. of votes casted	% of valid votes	No. of Member s voting (in person)	No. of votes casted	% of valid votes		
1.	To receive, consider and adopt the audited financial statements for the year ended 30 th June, 2015 along with Notes, Directors' Report and Auditors' Report thereon and including Consolidated Financial Statements	Ordinary	38	31603929	100	0	0	0	0	0



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2.	To appoint a Director in place of Mr. Niranjana Chintam who retires by rotation and being eligible offers himself for re-appointment	Ordinary	38	31603929	100	0	0	0	0	0	0
3.	To re-appoint M/s. Mahesh, Virender & Sriram, Statutory Auditors of the Company	Ordinary	38	31603929	100	0	0	0	0	0	0
4.	Regularization of the appointment of Ms. Sreevidya Chintam (holding DIN 01658584) as the director of the company	Ordinary	38	31603929	100	0	0	0	0	0	0
5.	Regularisation of the appointment of Mr. Karanjit Singh (holding DIN 06898258) as the director of the company	Ordinary	38	31603929	100	0	0	0	0	0	0
6.	Alteration of Articles of Association of the Company	Special	38	31603929	100	0	0	0	0	0	0
7.	Increase in Authorised Share Capital of the company	Ordinary	38	31603929	100	0	0	0	0	0	0



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8.	Alteration of Capital Clause of Memorandum of Association	Special	38	31603929	100	0	0	0	0	0	0	0
9.	Approval For Further Issuance of Securities	Special	38	31603929	100	0	0	0	0	0	0	0
10.	Increase in Limit of Foreign Investment in the Company	Special	38	31603929	100	0	0	0	0	0	0	0
11.	Increase in Limit of NRI Investment in the Company	Special	38	31603929	100	0	0	0	0	0	0	0
12.	Appointment and Remuneration of Mr. Karanjit Singh	Special	38	31603929	100	0	0	0	0	0	0	0

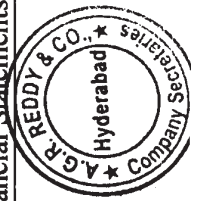


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Annexure of the Scrutinizer's Report

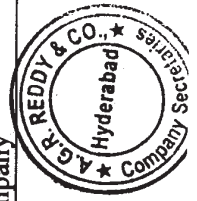
Results of Poll conducted at 21st Annual General Meeting of Kellton Tech Solutions Limited

Reso No./ Item No.	Heading of the Resolution	Type of Resolution	Valid votes						Invalid Votes	
			Voting in Favour (Assent)			Voted Against (Dissent)			Number of members voting (in person or through proxy)	No. of votes casted
			No. of Members voting (in person or through proxy)	No. of votes casted	% of valid votes	No. of Members voting (in person or through proxy)	No. of votes casted	% of valid votes		
1.	To receive, consider and adopt the audited financial statements for the year ended 30 th June, 2015 along with Notes, Directors' Report and Auditors' Report thereon and including Consolidated Financial Statements	Ordinary	55	492903	99.88	1	600	0.12	2	1300



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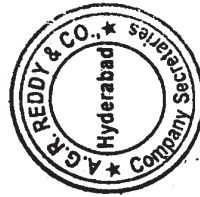
2.	To appoint a Director in place of Mr. Niranjan Chintam who retires by rotation and being eligible offers himself for re-appointment	Ordinary	55	492903	99.88	1	600	0.12	2	1300
3.	To re-appoint M/s. Mahesh, Virender & Sriram, Statutory Auditors of the Company	Ordinary	55	492903	99.88	1	600	0.12	2	1300
4.	Regularization of the appointment of Ms. Sreevidya Chintam (holding DIN 01658584) as the director of the company	Ordinary	55	492903	99.88	1	600	0.12	2	1300
5.	Regularisation of the appointment of Mr. Karanjit Singh (holding DIN 06898258) as the director of the company	Ordinary	55	492903	99.88	1	600	0.12	2	1300
6.	Alteration of Articles of Association of the Company	Special	55	492903	99.88	1	600	0.12	2	1300
7.	Increase in Authorised Share Capital of the company	Ordinary	55	492903	99.88	1	600	0.12	2	1300



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8.	Alteration of Capital Clause of Memorandum of Association	Special	55	492903	99.88	1	600	0.12	2	1300
9.	Approval For Further Issuance of Securities	Special	55	492903	99.88	1	600	0.12	2	1300
10.	Increase in Limit of Foreign Investment in the Company	Special	55	492903	99.88	1	600	0.12	2	1300
11.	Increase in Limit of NRI Investment in the Company	Special	55	492903	99.88	1	600	0.12	2	1300
12.	Appointment and Remuneration of Mr. Karanjit Singh	Special	55	492903	99.88	1	600	0.12	2	1300

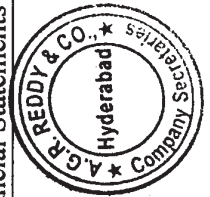
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Annexure of the Scrutinizer's Report

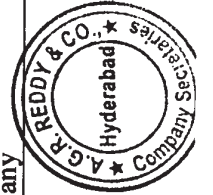
Consolidated Results of Remote e-voting and Poll conducted at 21st Annual General Meeting of Kelton Tech Solutions Limited

Reso No./ Item No.	Heading of the Resolution	Type of Resolution	Valid votes						Invalid Votes	
			Voting in Favour (Assent)			Voted Against (Dissent)			Number of members voting (in person or through proxy)	No. of votes casted
			No. of Members voting (in person or through proxy)	No. of votes casted	% of valid votes	No. of Members voting (in person or through proxy)	No. of votes casted	% of valid votes		
1.	To receive, consider and adopt the audited financial statements for the year ended 30 th June, 2015 along with Notes, Directors' Report and Auditors' Report thereon and including Consolidated Financial Statements	Ordinary	93	32096832	99.99	1	600	0.01	2	1300



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2.	To appoint a Director in place of Mr. Niranjan Chintam who retires by rotation and being eligible offers himself for re-appointment	Ordinary	93	32096832	99.99	1	600	0.01	2	1300
3.	To re-appoint M/s. Mahesh, Virender & Sriram, Statutory Auditors of the Company	Ordinary	93	32096832	99.99	1	600	0.01	2	1300
4.	Regularization of the appointment of Ms. Sreevidya Chintam (holding DIN 01658584) as the director of the company	Ordinary	93	32096832	99.99	1	600	0.01	2	1300
5.	Regularisation of the appointment of Mr. Karanjit Singh (holding DIN 06898258) as the director of the company	Ordinary	93	32096832	99.99	1	600	0.01	2	1300
6.	Alteration of Articles of Association of the Company	Special	93	32096832	99.99	1	600	0.01	2	1300
7.	Increase in Authorised Share Capital of the company	Ordinary	93	32096832	99.99	1	600	0.01	2	1300



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8.	Alteration of Capital Clause of Memorandum of Association	Special	93	32096832	99.99	1	600	0.01	2	1300
9.	Approval For Further Issuance of Securities	Special	93	32096832	99.99	1	600	0.01	2	1300
10.	Increase in Limit of Foreign Investment in the Company	Special	93	32096832	99.99	1	600	0.01	2	1300
11.	Increase in Limit of NRI Investment in the Company	Special	93	32096832	99.99	1	600	0.01	2	1300
12.	Appointment and Remuneration of Mr. Karanjit Singh	Special	93	32096832	99.99	1	600	0.01	2	1300

