



**KELLTON TECH SOLUTIONS LIMITED.**

Hyderabad, December 16, 2015

To

The Bombay Stock Exchange Limited  
25<sup>th</sup> Floor, P.J. Towers,  
Dalal Street,  
Mumbai – 400 001

Dear Sir/Ma'am,

**Sub:** Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 – voting results

**Ref:** Script Code – 519602


Pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we write to inform you that the members of the Company at 21<sup>st</sup> Annual General Meeting held on 16<sup>th</sup> December, 2015 transacted the business as stated in the notice dated 25<sup>th</sup> November, 2015.

In this connection we hereby enclose the consolidated results of the remote e-voting and ballot at the meeting in the format prescribed together with the Scrutinizer's Report.

Sl. No.	Description	Particulars		
1.	Date of AGM	16 <sup>th</sup> December, 2015		
2.	Book Closure date	09 <sup>th</sup> December, 2015 to 16 <sup>th</sup> December, 2015 (both days inclusive)		
3.	Total No. of Shareholders as on cut-off date	7627		
4.	No. of Shareholders present in the meeting in person or through proxy			
	Shareholders	In Person	Proxy	Total
	Promoters and Group	1	0	1
	Public	108	7	115
	<b>Total</b>			
5.	No. of Shareholders attended the meeting through Video Conferencing			
	Shareholders	In Person	Proxy	Total
	Promoters and Group	N.A.	N.A.	N.A.
	Public	N.A.	N.A.	N.A.
	<b>Total</b>	<b>N.A.</b>	<b>N.A.</b>	<b>N.A.</b>

Request you to kindly take the same on record.

Thanking you,  
for **Kellton Tech Solutions Limited**

  
Whole-Time Director  
DIN: 01658591

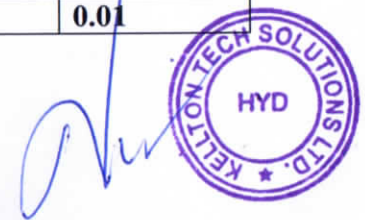
**Details of Voting Results of Poll & Remote E-voting pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Details of the Agenda: Item 1 – Adoption of Audited financial statements for the year ended 30<sup>th</sup> June, 2015 along with Notes, Directors’ Report and Auditors’ Report thereon and including Consolidated Financial Statements

Sl No	Agenda	Resolution type (Ordinary / Special)	Mode of Voting (Show of hands / Poll / Postal ballot / Remote E-voting)
1.	Ordinary Resolution for Adoption of Audited financial statements for the year ended 30 <sup>th</sup> June, 2015 along with Notes, Directors’ Report and Auditors’ Report thereon and including Consolidated Financial Statements	Ordinary Resolution	Poll / Remote E-voting  The resolution was passed by requisite majority.

Details of Result for the said Resolution:

Promoter / Public	Number of Shares held (1)	Number of valid votes polled (2)	% of Votes polled on outstanding shares (3) = [(2)/(1)]*100	Number of Votes in favor (4)	Number of Votes against (5)	% of Votes in favor on votes polled (6) = [(4)/(2)]*100	% of Votes against on votes polled (7) = [(5)/(2)]*100
<b>Mode of voting: Remote E-voting</b>							
Promoter & Promoter Group	27272757	27272757	100	27272757	0	100	0
Public Institutional holders	0	0	0	0	0	0	0
Public - others	16217175	4331172	26.71	4331172	0	100	0
<b>Total(A)</b>	<b>43489932</b>	<b>31603929</b>	<b>72.67</b>	<b>31603929</b>	<b>0</b>	<b>100</b>	<b>0</b>
<b>Mode of voting: Poll</b>							
Promoter & Promoter Group	27272757	0	0	0	0	0	0
Public Institutional holders	0	0	0	0	0	0	0
Public - others	16217175	493503	3.04	492903	600	99.88	0.12
<b>Total(B)</b>	<b>43489932</b>	<b>493503</b>	<b>11.35</b>	<b>492903</b>	<b>600</b>	<b>99.88</b>	<b>0.12</b>
<b>Result (A+B)</b>	<b>43489932</b>	<b>32097432</b>	<b>73.80</b>	<b>32096832</b>	<b>600</b>	<b>99.99</b>	<b>0.01</b>

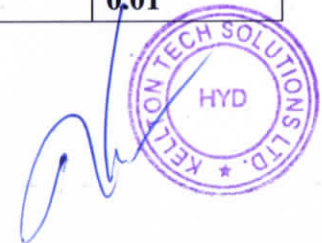


Item 2 – Appointment of a Director in place of Mr. Niranjana Chintam who retires by rotation and being eligible offers himself for re-appointment

Sl No	Agenda	Resolution type (Ordinary / Special)	Mode of Voting (Show of hands / Poll / Postal ballot / Remote E-voting)
2.	Ordinary Resolution for Appointment of a Director in place of Mr. Niranjana Chintam who retires by rotation and being eligible offers himself for re-appointment	Ordinary Resolution	Poll / Remote E-voting  The resolution was passed by requisite majority.

Details of Result for the said Resolution:

Promoter / Public	Number of Shares held (1)	Number of valid votes polled (2)	% of Votes polled on outstanding shares (3) = $[(2)/(1)]*100$	Number of Votes in favor (4)	Number of Votes against (5)	% of Votes in favor on votes polled (6) = $[(4)/(2)]*100$	% of Votes against on votes polled (7) = $[(5)/(2)]*100$
<b>Mode of voting: Remote E-voting</b>							
Promoter & Promoter Group	27272757	27272757	100	27272757	0	100	0
Public Institutional holders	0	0	0	0	0	0	0
Public - others	16217175	4331172	26.71	4331172	0	100	0
<b>Total(A)</b>	<b>43489932</b>	<b>31603929</b>	<b>72.67</b>	<b>31603929</b>	<b>0</b>	<b>100</b>	<b>0</b>
<b>Mode of voting: Poll</b>							
Promoter & Promoter Group	27272757	0	0	0	0	0	0
Public Institutional holders	0	0	0	0	0	0	0
Public - others	16217175	493503	3.04	492903	600	99.88	0.12
<b>Total(B)</b>	<b>43489932</b>	<b>493503</b>	<b>11.35</b>	<b>492903</b>	<b>600</b>	<b>99.88</b>	<b>0.12</b>
<b>Result (A+B)</b>	<b>43489932</b>	<b>32097432</b>	<b>73.80</b>	<b>32096832</b>	<b>600</b>	<b>99.99</b>	<b>0.01</b>



Item 3 – Re-appointment of M/s. Mahesh, Virender & Sriram, Statutory Auditors of the Company

SI No	Agenda	Resolution type (Ordinary / Special)	Mode of Voting (Show of hands / Poll / Postal ballot / Remote E-voting)
3.	Ordinary Resolution for Re-appointment of M/s. Mahesh, Virender & Sriram, Statutory Auditors of the Company	Ordinary Resolution	Poll / Remote E-voting  The resolution was passed by requisite majority.

Details of Result for the said Resolution:

Promoter / Public	Number of Shares held (1)	Number of valid votes polled (2)	% of Votes polled on outstanding shares (3) = [(2)/(1)]*100	Number of Votes in favor (4)	Number of Votes against (5)	% of Votes in favor on votes polled (6) = [(4)/(2)]*100	% of Votes against on votes polled (7) = [(5)/(2)]*100
<b>Mode of voting: Remote E-voting</b>							
Promoter & Promoter Group	27272757	27272757	100	27272757	0	100	0
Public Institutional holders	0	0	0	0	0	0	0
Public - others	16217175	4331172	26.71	4331172	0	100	0
<b>Total(A)</b>	<b>43489932</b>	<b>31603929</b>	<b>72.67</b>	<b>31603929</b>	<b>0</b>	<b>100</b>	<b>0</b>
<b>Mode of voting: Poll</b>							
Promoter & Promoter Group	27272757	0	0	0	0	0	0
Public Institutional holders	0	0	0	0	0	0	0
Public - others	16217175	493503	3.04	492903	600	99.88	0.12
<b>Total(B)</b>	<b>43489932</b>	<b>493503</b>	<b>11.35</b>	<b>492903</b>	<b>600</b>	<b>99.88</b>	<b>0.12</b>
<b>Result (A+B)</b>	<b>43489932</b>	<b>32097432</b>	<b>73.80</b>	<b>32096832</b>	<b>600</b>	<b>99.99</b>	<b>0.01</b>

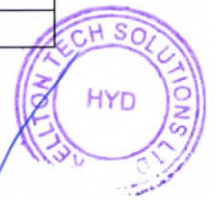


Item 4 – Regularization of the appointment of Ms. Sreevidya Chintam (holding DIN 01658584) as the director of the company

SI No	Agenda	Resolution type (Ordinary / Special)	Mode of Voting (Show of hands / Poll / Postal ballot / Remote E-voting)
4.	Ordinary Resolution for Regularization of the appointment of Ms. Sreevidya Chintam (holding DIN 01658584) as the director of the company	Ordinary Resolution	Poll / Remote E-voting  The resolution was passed by requisite majority.

Details of Result for the said Resolution:

Promoter / Public	Number of Shares held (1)	Number of valid votes polled (2)	% of Votes polled on outstanding shares (3) = [(2)/(1)]*100	Number of Votes in favor (4)	Number of Votes against (5)	% of Votes in favor on votes polled (6) = [(4)/(2)]*100	% of Votes against on votes polled (7) = [(5)/(2)]*100
<b>Mode of voting: Remote E-voting</b>							
Promoter & Promoter Group	27272757	27272757	100	27272757	0	100	0
Public Institutional holders	0	0	0	0	0	0	0
Public - others	16217175	4331172	26.71	4331172	0	100	0
<b>Total(A)</b>	<b>43489932</b>	<b>31603929</b>	<b>72.67</b>	<b>31603929</b>	<b>0</b>	<b>100</b>	<b>0</b>
<b>Mode of voting: Poll</b>							
Promoter & Promoter Group	27272757	0	0	0	0	0	0
Public Institutional holders	0	0	0	0	0	0	0
Public - others	16217175	493503	3.04	492903	600	99.88	0.12
<b>Total(B)</b>	<b>43489932</b>	<b>493503</b>	<b>11.35</b>	<b>492903</b>	<b>600</b>	<b>99.88</b>	<b>0.12</b>
<b>Result (A+B)</b>	<b>43489932</b>	<b>32097432</b>	<b>73.80</b>	<b>32096832</b>	<b>600</b>	<b>99.99</b>	<b>0.01</b>



Item 5 – Regularization of the appointment of Mr. Karanjit Singh (holding DIN 06898258) as the director of the company

SI No	Agenda	Resolution type (Ordinary / Special)	Mode of Voting (Show of hands / Poll / Postal ballot / Remote E-voting)
5.	Ordinary Resolution for Regularization of the appointment of Mr. Karanjit Singh (holding DIN 06898258) as the director of the company	Ordinary Resolution	Poll / Remote E-voting  The resolution was passed by requisite majority.

Details of Result for the said Resolution:

Promoter / Public	Number of Shares held (1)	Number of valid votes polled (2)	% of Votes polled on outstanding shares (3) = $[(2)/(1)]*100$	Number of Votes in favor (4)	Number of Votes against (5)	% of Votes in favor on votes polled (6) = $[(4)/(2)]*100$	% of Votes against on votes polled (7) = $[(5)/(2)]*100$
<b>Mode of voting: Remote E-voting</b>							
Promoter & Promoter Group	27272757	27272757	100	27272757	0	100	0
Public Institutional holders	0	0	0	0	0	0	0
Public - others	16217175	4331172	26.71	4331172	0	100	0
<b>Total(A)</b>	<b>43489932</b>	<b>31603929</b>	<b>72.67</b>	<b>31603929</b>	<b>0</b>	<b>100</b>	<b>0</b>
<b>Mode of voting: Poll</b>							
Promoter & Promoter Group	27272757	0	0	0	0	0	0
Public Institutional holders	0	0	0	0	0	0	0
Public - others	16217175	493503	3.04	492903	600	99.88	0.12
<b>Total(B)</b>	<b>43489932</b>	<b>493503</b>	<b>11.35</b>	<b>492903</b>	<b>600</b>	<b>99.88</b>	<b>0.12</b>
<b>Result (A+B)</b>	<b>43489932</b>	<b>32097432</b>	<b>73.80</b>	<b>32096832</b>	<b>600</b>	<b>99.99</b>	<b>0.01</b>

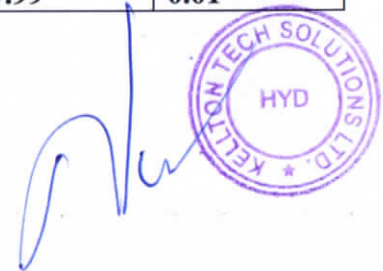


Item 6 – Alteration of Articles of Association of the Company

SI No	Agenda	Resolution type (Ordinary / Special)	Mode of Voting (Show of hands / Poll / Postal ballot / Remote E-voting)
6.	Special Resolution for Alteration of Articles of Association of the Company	Special Resolution	Poll / Remote E-voting  The resolution was passed by requisite majority.

Details of Result for the said Resolution:

Promoter / Public	Number of Shares held (1)	Number of valid votes polled (2)	% of Votes polled on outstanding shares (3) = $[(2)/(1)]*100$	Number of Votes in favor (4)	Number of Votes against (5)	% of Votes in favor on votes polled (6) = $[(4)/(2)]*100$	% of Votes against on votes polled (7) = $[(5)/(2)]*100$
<b>Mode of voting: Remote E-voting</b>							
Promoter & Promoter Group	27272757	27272757	100	27272757	0	100	0
Public Institutional holders	0	0	0	0	0	0	0
Public - others	16217175	4331172	26.71	4331172	0	100	0
<b>Total(A)</b>	<b>43489932</b>	<b>31603929</b>	<b>72.67</b>	<b>31603929</b>	<b>0</b>	<b>100</b>	<b>0</b>
<b>Mode of voting: Poll</b>							
Promoter & Promoter Group	27272757	0	0	0	0	0	0
Public Institutional holders	0	0	0	0	0	0	0
Public - others	16217175	493503	3.04	492903	600	99.88	0.12
<b>Total(B)</b>	<b>43489932</b>	<b>493503</b>	<b>11.35</b>	<b>492903</b>	<b>600</b>	<b>99.88</b>	<b>0.12</b>
<b>Result (A+B)</b>	<b>43489932</b>	<b>32097432</b>	<b>73.80</b>	<b>32096832</b>	<b>600</b>	<b>99.99</b>	<b>0.01</b>





Item 7 – Increase in Authorised Share Capital of the company

Sl No	Agenda	Resolution type (Ordinary / Special)	Mode of Voting (Show of hands / Poll / Postal ballot / Remote E-voting)
7.	Ordinary Resolution for Increase in Authorised Share Capital of the company	Ordinary Resolution	Poll / Remote E-voting  The resolution was passed by requisite majority.

Details of Result for the said Resolution:

Promoter / Public	Number of Shares held (1)	Number of valid votes polled (2)	% of Votes polled on outstanding shares (3) = $[(2)/(1)]*100$	Number of Votes in favor (4)	Number of Votes against (5)	% of Votes in favor on votes polled (6) = $[(4)/(2)]*100$	% of Votes against on votes polled (7) = $[(5)/(2)]*100$
<b>Mode of voting: Remote E-voting</b>							
Promoter & Promoter Group	27272757	27272757	100	27272757	0	100	0
Public Institutional holders	0	0	0	0	0	0	0
Public - others	16217175	4331172	26.71	4331172	0	100	0
<b>Total(A)</b>	<b>43489932</b>	<b>31603929</b>	<b>72.67</b>	<b>31603929</b>	<b>0</b>	<b>100</b>	<b>0</b>
<b>Mode of voting: Poll</b>							
Promoter & Promoter Group	27272757	0	0	0	0	0	0
Public Institutional holders	0	0	0	0	0	0	0
Public - others	16217175	493503	3.04	492903	600	99.88	0.12
<b>Total(B)</b>	<b>43489932</b>	<b>493503</b>	<b>11.35</b>	<b>492903</b>	<b>600</b>	<b>99.88</b>	<b>0.12</b>
<b>Result (A+B)</b>	<b>43489932</b>	<b>32097432</b>	<b>73.80</b>	<b>32096832</b>	<b>600</b>	<b>99.99</b>	<b>0.01</b>





Item 8 – Alteration of Capital Clause of Memorandum of Association

Sl No	Agenda	Resolution type (Ordinary / Special)	Mode of Voting (Show of hands / Poll / Postal ballot / Remote E-voting)
8.	Special Resolution for Alteration of Capital Clause of Memorandum of Association	Special Resolution	Poll / Remote E-voting  The resolution was passed by requisite majority.

Details of Result for the said Resolution:

Promoter / Public	Number of Shares held (1)	Number of valid votes polled (2)	% of Votes polled on outstanding shares (3) = $[(2)/(1)]*100$	Number of Votes in favor (4)	Number of Votes against (5)	% of Votes in favor on votes polled (6) = $[(4)/(2)]*100$	% of Votes against on votes polled (7) = $[(5)/(2)]*100$
<b>Mode of voting: Remote E-voting</b>							
Promoter & Promoter Group	27272757	27272757	100	27272757	0	100	0
Public Institutional holders	0	0	0	0	0	0	0
Public - others	16217175	4331172	26.71	4331172	0	100	0
<b>Total(A)</b>	<b>43489932</b>	<b>31603929</b>	<b>72.67</b>	<b>31603929</b>	<b>0</b>	<b>100</b>	<b>0</b>
<b>Mode of voting: Poll</b>							
Promoter & Promoter Group	27272757	0	0	0	0	0	0
Public Institutional holders	0	0	0	0	0	0	0
Public - others	16217175	493503	3.04	492903	600	99.88	0.12
<b>Total(B)</b>	<b>43489932</b>	<b>493503</b>	<b>11.35</b>	<b>492903</b>	<b>600</b>	<b>99.88</b>	<b>0.12</b>
<b>Result (A+B)</b>	<b>43489932</b>	<b>32097432</b>	<b>73.80</b>	<b>32096832</b>	<b>600</b>	<b>99.99</b>	<b>0.01</b>

Item 9 – Approval for Further Issuance of Securities

SI No	Agenda	Resolution type (Ordinary / Special)	Mode of Voting (Show of hands / Poll / Postal ballot / Remote E-voting)
9.	Special Resolution for Approval of Further Issuance of Securities	Special Resolution	Poll / Remote E-voting  The resolution was passed by requisite majority.

Details of Result for the said Resolution:

Promoter / Public	Number of Shares held (1)	Number of valid votes polled (2)	% of Votes polled on outstanding shares (3) = [(2)/(1)]*100	Number of Votes in favor (4)	Number of Votes against (5)	% of Votes in favor on votes polled (6) = [(4)/(2)]*100	% of Votes against on votes polled (7) = [(5)/(2)]*100
<b>Mode of voting: Remote E-voting</b>							
Promoter & Promoter Group	27272757	27272757	100	27272757	0	100	0
Public Institutional holders	0	0	0	0	0	0	0
Public - others	16217175	4331172	26.71	4331172	0	100	0
<b>Total(A)</b>	<b>43489932</b>	<b>31603929</b>	<b>72.67</b>	<b>31603929</b>	<b>0</b>	<b>100</b>	<b>0</b>
<b>Mode of voting: Poll</b>							
Promoter & Promoter Group	27272757	0	0	0	0	0	0
Public Institutional holders	0	0	0	0	0	0	0
Public - others	16217175	493503	3.04	492903	600	99.88	0.12
<b>Total(B)</b>	<b>43489932</b>	<b>493503</b>	<b>11.35</b>	<b>492903</b>	<b>600</b>	<b>99.88</b>	<b>0.12</b>
<b>Result (A+B)</b>	<b>43489932</b>	<b>32097432</b>	<b>73.80</b>	<b>32096832</b>	<b>600</b>	<b>99.99</b>	<b>0.01</b>






Item 10 – Increase in Limit of Foreign Investment in the Company

Sl No	Agenda	Resolution type (Ordinary / Special)	Mode of Voting (Show of hands / Poll / Postal ballot / Remote E-voting)
10.	Special Resolution for Increase in Limit of Foreign Investment in the Company	Special Resolution	Poll / Remote E-voting  The resolution was passed by requisite majority.

Details of Result for the said Resolution:

Promoter / Public	Number of Shares held (1)	Number of valid votes polled (2)	% of Votes polled on outstanding shares (3) = $[(2)/(1)]*100$	Number of Votes in favor (4)	Number of Votes against (5)	% of Votes in favor on votes polled (6) = $[(4)/(2)]*100$	% of Votes against on votes polled (7) = $[(5)/(2)]*100$
<b>Mode of voting: Remote E-voting</b>							
Promoter & Promoter Group	27272757	27272757	100	27272757	0	100	0
Public Institutional holders	0	0	0	0	0	0	0
Public - others	16217175	4331172	26.71	4331172	0	100	0
<b>Total(A)</b>	<b>43489932</b>	<b>31603929</b>	<b>72.67</b>	<b>31603929</b>	<b>0</b>	<b>100</b>	<b>0</b>
<b>Mode of voting: Poll</b>							
Promoter & Promoter Group	27272757	0	0	0	0	0	0
Public Institutional holders	0	0	0	0	0	0	0
Public - others	16217175	493503	3.04	492903	600	99.88	0.12
<b>Total(B)</b>	<b>43489932</b>	<b>493503</b>	<b>11.35</b>	<b>492903</b>	<b>600</b>	<b>99.88</b>	<b>0.12</b>
<b>Result (A+B)</b>	<b>43489932</b>	<b>32097432</b>	<b>73.80</b>	<b>32096832</b>	<b>600</b>	<b>99.99</b>	<b>0.01</b>






Item 11 – Increase in Limit of NRI Investment in the Company

SI No	Agenda	Resolution type (Ordinary / Special)	Mode of Voting (Show of hands / Poll / Postal ballot / Remote E-voting)
11.	Special Resolution for Increase in Limit of NRI Investment in the Company	Special Resolution	Poll / Remote E-voting  The resolution was passed by requisite majority.

Details of Result for the said Resolution:

Promoter / Public	Number of Shares held (1)	Number of valid votes polled (2)	% of Votes polled on outstanding shares (3) = $[(2)/(1)]*100$	Number of Votes in favor (4)	Number of Votes against (5)	% of Votes in favor on votes polled (6) = $[(4)/(2)]*100$	% of Votes against on votes polled (7) = $[(5)/(2)]*100$
<b>Mode of voting: Remote E-voting</b>							
Promoter & Promoter Group	27272757	27272757	100	27272757	0	100	0
Public Institutional holders	0	0	0	0	0	0	0
Public - others	16217175	4331172	26.71	4331172	0	100	0
<b>Total(A)</b>	<b>43489932</b>	<b>31603929</b>	<b>72.67</b>	<b>31603929</b>	<b>0</b>	<b>100</b>	<b>0</b>
<b>Mode of voting: Poll</b>							
Promoter & Promoter Group	27272757	0	0	0	0	0	0
Public Institutional holders	0	0	0	0	0	0	0
Public - others	16217175	493503	3.04	492903	600	99.88	0.12
<b>Total(B)</b>	<b>43489932</b>	<b>493503</b>	<b>11.35</b>	<b>492903</b>	<b>600</b>	<b>99.88</b>	<b>0.12</b>
<b>Result (A+B)</b>	<b>43489932</b>	<b>32097432</b>	<b>73.80</b>	<b>32096832</b>	<b>600</b>	<b>99.99</b>	<b>0.01</b>






Item 12 – Appointment and Remuneration of Mr. Karanjit Singh

SI No	Agenda	Resolution type (Ordinary / Special)	Mode of Voting (Show of hands / Poll / Postal ballot / Remote E-voting)
12.	Special Resolution for Appointment and Remuneration of Mr. Karanjit Singh	Special Resolution	Poll / Remote E-voting  The resolution was passed by requisite majority.

Details of Result for the said Resolution:

Promoter / Public	Number of Shares held (1)	Number of valid votes polled (2)	% of Votes polled on outstanding shares (3) = $[(2)/(1)]*100$	Number of Votes in favor (4)	Number of Votes against (5)	% of Votes in favor on votes polled (6) = $[(4)/(2)]*100$	% of Votes against on votes polled (7) = $[(5)/(2)]*100$
<b>Mode of voting: Remote E-voting</b>							
Promoter & Promoter Group	27272757	27272757	100	27272757	0	100	0
Public Institutional holders	0	0	0	0	0	0	0
Public - others	16217175	4331172	26.71	4331172	0	100	0
<b>Total(A)</b>	<b>43489932</b>	<b>31603929</b>	<b>72.67</b>	<b>31603929</b>	<b>0</b>	<b>100</b>	<b>0</b>
<b>Mode of voting: Poll</b>							
Promoter & Promoter Group	27272757	0	0	0	0	0	0
Public Institutional holders	0	0	0	0	0	0	0
Public - others	16217175	493503	3.04	492903	600	99.88	0.12
<b>Total(B)</b>	<b>43489932</b>	<b>493503</b>	<b>11.35</b>	<b>492903</b>	<b>600</b>	<b>99.88</b>	<b>0.12</b>
<b>Result (A+B)</b>	<b>43489932</b>	<b>32097432</b>	<b>73.80</b>	<b>32096832</b>	<b>600</b>	<b>99.99</b>	<b>0.01</b>



**Report of Scrutinizer on Remote e-Voting Process & Vote by Poll at 21<sup>st</sup> 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 21<sup>st</sup> Annual General Meeting**

The Board of Directors of Kellton Tech Solutions Limited ('the Company') at its meeting held on 25<sup>th</sup> 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 21<sup>st</sup> Annual General Meeting to be held on 16<sup>th</sup> 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 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 25<sup>th</sup> 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 requisite majority for passing of resolutions as contained in the notice convening the 21<sup>st</sup> Annual General Meeting of the Company to be held on 16<sup>th</sup> 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.

Manoj

**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 25<sup>th</sup> November, 2015 convening the 21<sup>st</sup> Annual General Meeting of the Company to be held on 16<sup>th</sup> 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., 08<sup>th</sup> December, 2015 were entitled to vote on the resolutions proposed as set out in the notice of Annual General Meeting.

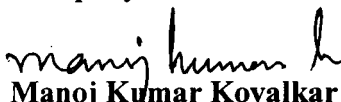
In this regard, I submit my report as under:

1. The Remote e-voting period remained open from Sunday, 13<sup>th</sup> December, 2015 at 09:00 A.M. to Tuesday, 15<sup>th</sup> 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](http://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

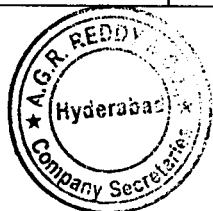


**Annexure of the Scrutinizer's Report**

**Results of Remote e-voting conducted for the 21<sup>st</sup> 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 <sup>th</sup> 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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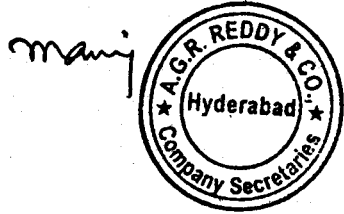


2.	To appoint a Director in place of Mr. Niranjan Chintam who retires by rotation and being eligible offers himself for re-appointment	Ordinary	38	31603929	100	0	0	0	0	0
3.	To re-appoint M/s. Mahesh, Virender & Sriram, Statutory Auditors of the Company	Ordinary	38	31603929	100	0	0	0	0	0
4.	Regularization 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
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
6.	Alteration of Articles of Association of the Company	Special	38	31603929	100	0	0	0	0	0
7.	Increase in Authorised Share Capital of the company	Ordinary	38	31603929	100	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
9.	Approval For Further Issuance of Securities	Special	38	31603929	100	0	0	0	0	0
10.	Increase in Limit of Foreign Investment in the Company	Special	38	31603929	100	0	0	0	0	0
11.	Increase in Limit of NRI Investment in the Company	Special	38	31603929	100	0	0	0	0	0
12.	Appointment and Remuneration of Mr. Karanjit Singh	Special	38	31603929	100	0	0	0	0	0



**Annexure of the Scrutinizer's Report**

**Results of Poll conducted at 21<sup>st</sup> Annual General Meeting of Kellton Tech Solutions Limited**

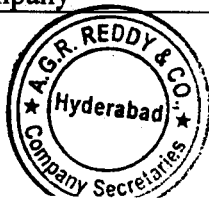
Reso No./ Item No.	Heading of the Resolution	Type of Resolutio n	Valid votes						Invalid Votes	
			Voting in Favour ( Assent)			Voted Against (Dissent)			Number of members voting (in person or through proxy)	No. of votes casted
			No. of Member s voting (in person or through proxy)	No. of votes casted	% of valid votes	No. of Member s 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 <sup>th</sup> 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

*Manj*



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

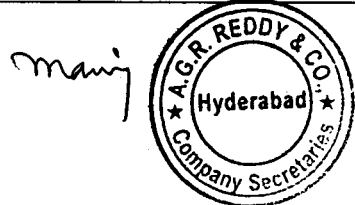
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**Annexure of the Scrutinizer's Report**

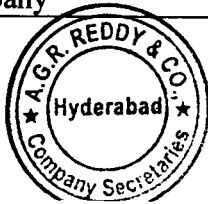
**Consolidated Results of Remote e-voting and Poll conducted at 21<sup>st</sup> Annual General Meeting of Kellton Tech Solutions Limited**

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 or through proxy)	No. of votes casted
			No. of Member s voting (in person or through proxy)	No. of votes casted	% of valid votes	No. of Member s 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 <sup>th</sup> 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



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

