



KELLTON TECH SOLUTIONS LIMITED

Hyderabad, 27th May, 2015

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

Sub: Outcome of the Board Meeting
Ref: Company Scrip Code: 519602

Dear Sir/Madam,

With reference to the subject cited, it is hereby informed that the Board of Directors of the company at its meeting held on Wednesday, 27th May, 2015 at 05.00 P.M. at the registered office of the Company, *inter alia* considered and approved the following transactions:

1. Increase in Authorised Share Capital of the Company

The Board subject to the approval of members of the Company, has approved to increase Authorised Share Capital from Rs. 23,50,00,000/- (Rupees Twenty Three Crore Fifty Lakhs only) divided in to 4,70,00,000 (Four Crore Seventy Lakhs only) equity shares of Rs. 5/- (Rupees five only) each to Rs. 28,50,00,000/- (Rupees Twenty Eight Crore Fifty Lakhs only) divided in to 5,70,00,000 (Five Crore Seventy Lakhs only) equity shares of Rs. 5/- (Rupees five only) each.

2. Amendment of Memorandum of Association (MOA) of the Company

The Board subject to the approval of members of the Company has approved the following amendments in the Memorandum of Association of the Company:

- To amend the Capital clause of the MOA of the Company
- To amend the Main Objects Clause of the MOA of the Company in order to broad base the existing main objects of the Company
- To amend the incidental/ancillary objects clause of the Company to include a clause for granting of corporate guarantee to subsidiaries and consortium partners
- To delete the Other Objects Clause in the MOA in compliance with the provisions of the Companies Act, 2013





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3. Amendment to the Articles of Association (AOA) of the Company

The Board subject to the approval of members of the Company has approved the following amendments in the Articles of Association of the Company:

- To amend Article No. 3 of the AOA relating to the Capital of the Company
- To replace existing clauses of AOA with the new clauses in compliance with the provisions of the Companies Act, 2013

4. Proposal for Issue of 30,00,000 Convertible Warrants

The Board subject to the approval of members of the Company, has approved the issue of 30,00,000 (Thirty Lakhs), Convertible Warrants of Rs. 5 (Rupees Five) each, at a price of Rs. 90 (Rupees Ninety) per warrant, to Promoters and Other investors on Preferential basis.

5. To seek the approval of the members for passing the above mentioned resolutions by way of postal ballot

The Board has decided to seek member's approval for all the above mentioned resolutions through postal ballot and e-voting pursuant to Section 110 and other relevant provisions of the Companies Act, 2013 and rules made there under, as may be applicable.

6. Appointment of Mr. Srikanth Reddy Kolli as Company Secretary of the Company in place of Ms. Padma Loya with immediate effect.

7. The Board approved for allotment of 14,167 (Fourteen Thousand One Hundred Sixty Seven only) fully paid up Equity shares of Rs. 5/- (Rupees Five) each at a premium of Rs. 5.08/- (Rupees Five and Eight paise only) under Employee Stock Option Scheme, 2012 of the Company. Consequent to the above allotment, the paid up capital of the Company has increased from 4,34,67,432 Equity Shares to 4,34,81,599 Equity Shares.

Please take the above information on record and acknowledge receipt of the same.

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


Niranjan Chintam
Director
DIN: 01658591

