

16th July, 2015

Bombay Stock Exchange Limited Corporate Service Department 1 st Floor, P. J. Towers Dalal Street Mumbai 400 001 Fax: (022) 2272 2039 / 2272 3121	The National Stock Exchange of India Ltd Exchange Plaza, 3 rd floor Plot No. C/1, 'G' block Bandra Kurla Complex, Bandra(East) Mumbai 400 051 Fax: (022) 26598237 / 26598238
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Sub: Clause 35A of the Listing Agreement – Voting Results

Dear Sir/Madam

In compliance with Clause 35A of the Listing Agreement, we are pleased to submit the following information in the prescribed format regarding voting results on the business transacted as per the Notice of 52nd Annual General Meeting (AGM) of the Company held on 14th July, 2015 at 12.00 Noon at the registered office of the Company.

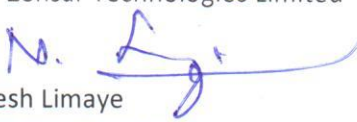
Sr No	Particulars	Details
1	Date of AGM	14 th July, 2015
2	Total No of shareholders as on cut off date (7 th July, 2015)	24,226
3	Total No of Shareholders present in the meeting either through person or through proxy	
	Promoters and Promoters Group	7
	Public	67
4.	No of shareholders who attended the AGM through Video Conferencing	NIL

The mode of voting was by way of E voting and by Poll at the Annual General Meeting. The Agenda wise details are provided in the Annexures enclosed herewith.

You are requested to take the same on record.

Thanking you

For Zensar Technologies Limited


Nilesh Limaye
Company Secretary





ZENSAR TECHNOLOGIES LIMITED (CIN : L72200PN1963PLC012621)								
Clause 35A (Physical and e-Voting)								
Resolution 1								
Promoter/Public	Total Ballot Forms	No. of shares held (1)	No. of votes polled (2)	% 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
Promoter and Promoter Group	7	21352888	21352114	99.996375	21352114	0	100.000000	0.000000
Public – Institutional holders	55	16655225	15803939	94.888775	15796444	7495	99.952575	0.047425
Public-Others	62	6338915	554665	8.750157	554665	0	100.000000	0.000000
Total	124	44347028	37710718	85.035502	37703223	7495	99.980125	0.019875

ZENSAR TECHNOLOGIES LIMITED (CIN : L72200PN1963PLC012621)								
Clause 35A (Physical and e-Voting)								
Resolution 2								
Promoter/Public	Total Ballot Forms	No. of shares held (1)	No. of votes polled (2)	% 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
Promoter and Promoter Group	7	21352888	21352114	99.996375	21352114	0	100.000000	0.000000
Public – Institutional holders	55	16655225	15816045	94.961461	15808550	7495	99.952611	0.047389
Public-Others	62	6338915	554665	8.750157	554665	0	100.000000	0.000000
Total	124	44347028	37722824	85.062801	37715329	7495	99.980131	0.019869

ZENSAR TECHNOLOGIES LIMITED (CIN : L72200PN1963PLC012621)								
Clause 35A (Physical and e-Voting)								
Resolution 3								
Promoter/Public	Total Ballot Forms	No. of shares held (1)	No. of votes polled (2)	% 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
Promoter and Promoter Group	7	21352888	21352114	99.996375	21352114	0	100.000000	0.000000
Public – Institutional holders	55	16655225	15816045	94.961461	15752023	64022	99.595209	0.404791
Public-Others	62	6338915	554665	8.750157	554665	0	100.000000	0.000000
Total	124	44347028	37722824	85.062801	37658802	64022	99.830283	0.169717

ZENSAR TECHNOLOGIES LIMITED (CIN : L72200PN1963PLC012621)

Clause 35A (Physical and e-Voting)

Resolution 4

Promoter/Public	Total Ballot Forms	No. of shares held (1)	No. of votes polled (2)	% 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
Promoter and Promoter Group	7	21352888	21352114	99.996375	21352114	0	100.000000	0.000000
Public – Institutional holders	54	16655225	15811088	94.931699	15752023	59065	99.626433	0.373567
Public-Others	62	6338915	554665	8.750157	554665	0	100.000000	0.000000
Total	123	44347028	37717867	85.051623	37658802	59065	99.843403	0.156597

ZENSAR TECHNOLOGIES LIMITED (CIN : L72200PN1963PLC012621)

Clause 35A (Physical and e-Voting)

Resolution 5

Promoter/Public	Total Ballot Forms	No. of shares held (1)	No. of votes polled (2)	% 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
Promoter and Promoter Group	7	21352888	21352114	99.996375	21352114	0	100.000000	0.000000
Public – Institutional holders	55	16655225	15816045	94.961461	15808550	7495	99.952611	0.047389
Public-Others	62	6338915	554665	8.750157	553774	891	99.839362	0.160638
Total	124	44347028	37722824	85.062801	37714438	8386	99.977769	0.022231



To
The Chairman,
Zensar Technologies Limited,
Zensar Knowledge Park, Kharadi,
Plot No. 4, MIDC, off Nagar Road,
Pune- 411014

Sub: Results of E-voting and Poll

Dear Sir,

I undersigned, S. V. Deulkar, Partner, SVD & Associates, Company Secretaries, have been appointed as Scrutinizer of Zensar Technologies Limited ("the Company") for scrutinizing the evoting process (during July 11, 2015 to July 13, 2015) and voting by poll (at 52nd Annual General Meeting (AGM) held on July 14, 2015) conducted as per the provisions of the Companies Act, 2013.

The Compliance with the provisions of the Companies Act, 2013 and the rules made thereunder and Listing Agreement entered into by the Company with the Stock exchanges on which the shares of the Company are listed relating to voting through electronic means (by remote e-voting) and voting by poll by the shareholders on the resolutions proposed in the Notice of the 52nd Annual General Meeting of the Company is the responsibility of the management. My responsibility as a Scrutinizer is to ensure that the voting process both through electronic means and by poll at the meeting are conducted in a fair and transparent manner and render consolidated scrutinizer's report of the total votes cast in favour or against if any, to the Chairman on the resolutions, based on the reports generated from the electronic voting system provided by Central Depository Services Limited (CDSL) and the report of poll at the meeting.:

I hereby enclose below reports relating to the voting on the resolutions proposed at the 52nd Annual General Meeting of the Company held on July 14, 2015:

- a) Report on E-voting;
- b) Report on Poll; and
- c) Combined report of e-voting and Poll



S. V. Deulkar
Practicing Company Secretary
63, Ashok Nagar, Pune 411007

Combined Report
Zensar Technologies Limited
Annual General Meeting held on 14th July, 2015

Sr. No	Resolutions	E - voting		Voting by poll		Total		Result
		No. of Votes		No. of Votes		No. of Votes		
		For	Against	For	Against	For	Against	
1	Ordinary Resolution to Adoption of financial statements for the year ended 31st March, 2015	37170568	7495	532655	0	37703223	7495	Resolution passed with requisite majority
2	Ordinary Resolution to confirm the interim dividend and declare final dividend	37182674	7495	532655	0	37715329	7495	Resolution passed with requisite majority
3	Ordinary Resolution for Re-appointment of Mr. H.V. Goenka, who retires by rotation.	37126147	64022	532655	0	37658802	64022	Resolution passed with requisite majority
4	Ordinary Resolution for Appointment of M/S. Price Waterhouse, Chartered Accountants, as auditors & fixing their remuneration.	37126147	59065	532655	0	37658802	59065	Resolution passed with requisite majority
5	Special Resolution for payment of commission to Non-Executive Directors.	37182374	7795	532064	591	37714438	8386	Resolution passed with requisite majority



S.V. DEULKAR
COMPANY SECRETARY
FCS 1321 C P 965
63 Ashok Nagar-Pune-411007

