

INTELLECT/SEC/2017-18

August 22, 2017

1. The National Stock Exchange of India Ltd.,
Exchange Plaza, 5th Floor, Plot No. C/1, G Block,
Bandra Kurla Complex, Bandra(E), Mumbai – 400 051.

Scrip Code :
INTELLECT

2. The Bombay Stock Exchange Ltd.,
1st Floor, New Trade Ring, Rotunda Building, PJ Towers,
Dalal Street, Fort, Mumbai – 400 001.

Scrip Code :
538835

Dear Sirs,

Sub : 06th Annual General Meeting Voting Results and Scrutiniser's Report

In continuation to our letter dated July 24, 2017, 06th Annual General Meeting of the Company was held on August 21, 2017 and the business as mentioned in the Notice dated July 06, 2017 were transacted. Please find below following documents :-

a) Voting Results as required under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

b) Report of Scrutiniser dated August 22, 2017, pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014.

Kindly take the above information on record.

Thanking You
For **Intellect Design Arena Limited**



V V Naresh
Company Secretary and Compliance Officer
Encl : As above



	INTELLECT DESIGN ARENA LTD
Date of the AGM/EGM	21-08-2017
Total number of shareholders on record date	69487
No. of shareholders present in the meeting either in person or through Promoters and Promoter Group:	3
Public:	1332
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable

Resolution No.	1							
Resolution required: (Ordinary/Special)	ORDINARY - 1. Adoption of Financial Statements.							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	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	E-Voting	29889873	29889873	100.0000	29889873	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		29889873	100	29889873	0	100	0
Public- Institutions	E-Voting	20007284	7746443	38.7181	7746443	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		7746443	38.7181	7746443	0	100	0
Public- Non Institutions	E-Voting	51899967	4375195	8.4301	4375195	0	100.0000	0.0000
	Poll		1295042	2.4953	1294940	102	99.9921	0.0078
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		5670237	10.9254	5670135	102	99.9982	0.0018
Total		101797124	43306553	42.5420	43306451	102	99.9998	0.0002

Resolution No.	2							
Resolution required: (Ordinary/Special)	ORDINARY - 2. To appoint a Director in the place of Mr. Anil Kumar Verma (DIN: 01957168), who retires by rotation and being eligible, offers himself for re-appointment.							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	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	E-Voting	29889873	29889873	100.0000	29889873	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		29889873	100	29889873	0	100	0
Public- Institutions	E-Voting	20007284	7746443	38.7181	7174619	571824	92.6182	7.3817
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		7746443	38.7181	7174619	571824	92.6182	7.3817
Public- Non Institutions	E-Voting	51899967	4375145	8.4300	4375080	65	99.9985	0.0014
	Poll		1295042	2.4953	1294940	102	99.9921	0.0078
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		5670187	10.9253	5670020	167	99.9971	0.0029
Total		101797124	43306503	42.5420	42734512	571991	98.6792	1.3208

Intellect Design Arena Limited

Registered Office: 244 Anna Salai, Chennai - 600 006, India | Ph: +91-44-3987 4000 | Fax: +91-44-3987 4123

Corporate Headquarters: SIPCOT IT Park Siruseri, Chennai - 600 130, India. | Ph: +91-44-3341 8000

www.intellectdesign.com

Resolution No.	3							
Resolution required: (Ordinary/Special)	ORDINARY - 3. Ratification of appointment of Auditors							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	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	E-Voting	29889873	29889873	100.0000	29889873	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		29889873	100	29889873	0	100	0
Public- Institutions	E-Voting	20007284	7746443	38.7181	7746443	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		7746443	38.7181	7746443	0	100	0
Public- Non Institutions	E-Voting	51899967	4375145	8.4300	4375125	20	99.9995	0.0004
	Poll		1295042	2.4953	1294940	102	99.9921	0.0078
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		5670187	10.9253	5670065	122	99.9978	0.0022
Total		101797124	43306503	42.5420	43306381	122	99.9997	0.0003

Resolution No.	4							
Resolution required: (Ordinary/Special)	SPECIAL - 4. Re-appointment of Mr. V. Balaraman as an Independent Director of the Company.							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	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	E-Voting	29889873	29889873	100.0000	29889873	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		29889873	100	29889873	0	100	0
Public- Institutions	E-Voting	20007284	7746443	38.7181	7746443	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		7746443	38.7181	7746443	0	100	0
Public- Non Institutions	E-Voting	51899967	4375145	8.4300	4374735	410	99.9906	0.0093
	Poll		1295042	2.4953	1294940	102	99.9921	0.0078
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		5670187	10.9253	5669675	512	99.991	0.009
Total		101797124	43306503	42.5420	43305991	512	99.9988	0.0012

Resolution No.	5							
Resolution required: (Ordinary/Special)	SPECIAL - 5. Re-appointment of Ms. Aruna Krishnamurthy Rao as an Independent Director of the Company.							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	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	E-Voting	29889873	29889873	100.0000	29889873	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		29889873	100	29889873	0	100	0
Public- Institutions	E-Voting	20007284	7746443	38.7181	7167151	579292	92.5218	7.4781
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		7746443	38.7181	7167151	579292	92.5218	7.4782
Public- Non Institutions	E-Voting	51899967	4375145	8.4300	4374785	360	99.9917	0.0082
	Poll		1295042	2.4953	1294940	102	99.9921	0.0078
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		5670187	10.9253	5669725	462	99.9919	0.0081
Total		101797124	43306503	42.5420	42726749	579754	98.6613	1.3387

Resolution No.	6							
Resolution required: (Ordinary/Special)	ORDINARY - 6. Re-appointment of Mr. Arun Jain as a Managing Director of the Company.							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	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	E-Voting	29889873	29889873	100.0000	29889873	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		29889873	100	29889873	0	100	0
Public- Institutions	E-Voting	20007284	7746443	38.7181	7746443	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		7746443	38.7181	7746443	0	100	0
Public- Non Institutions	E-Voting	51899967	4375145	8.4300	4374685	460	99.9894	0.0105
	Poll		1295042	2.4953	1294940	102	99.9921	0.0078
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		5670187	10.9253	5669625	562	99.9901	0.0099
Total		101797124	43306503	42.5420	43305941	562	99.9987	0.0013

Resolution No.	7							
Resolution required: (Ordinary/Special)	SPECIAL - 7. Approval to borrow monies in excess of paid-up capital and free reserves.							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	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	E-Voting	29889873	29889873	100.0000	29889873	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		29889873	100	29889873	0	100	0
Public- Institutions	E-Voting	20007284	7746443	38.7181	7746443	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		7746443	38.7181	7746443	0	100	0
Public- Non Institutions	E-Voting	51899967	4375145	8.4300	4374850	295	99.9932	0.0067
	Poll		1295042	2.4953	1294940	102	99.9921	0.0078
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		5670187	10.9253	5669790	397	99.993	0.007
Total		101797124	43306503	42.5420	43306106	397	99.9991	0.0009

CONSOLIDATED SCRUTINIZER'S REPORT

(On voting through E-Voting and Instapoll)

(Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014)

August 22, 2017

The Chairman
Intellect Design Arena Limited
No. 244, Anna Salai
Chennai - 600 006.

Dear Sir,

SUB: SCRUTINIZER'S REPORT IN CONNECTION WITH THE 6TH ANNUAL GENERAL MEETING OF THE COMPANY HELD ON MONDAY, AUGUST 21, 2017

1. I, V. Vasumathy, Practising Company Secretary, have been appointed by the Board of Directors of **Intellect Design Arena Limited** ("the Company) as a Scrutinizer vide letter dated July 7, 2017 for the purpose of scrutinizing the Remote e-voting and the InstaPoll at the 6th Annual General Meeting of the Company, in a fair and transparent manner in accordance with Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, in respect of the following resolutions set out in the notice dated July 6, 2017 of the 6th Annual General Meeting of the Members of the Company held on August 21, 2017 at 10.00 a.m. at The Music Academy, Mini Hall, New No. 168, TTK Road, Royapettah, Chennai - 600 014:
 - a. **Resolution 1:** To receive, consider and adopt the audited financial statements of the company for the year ended 31st March 2017 and the reports of the Board of Directors and Auditors thereon (**Ordinary Resolution**).
 - b. **Resolution 2:** To appoint a Director in the place of Mr. Anil Kumar Verma, Director (DIN:01957168), who retires by rotation and being eligible, offers himself for re-appointment (**Ordinary Resolution**).
 - c. **Resolution 3:** To ratify the appointment of M/s. B S R & Co. LLP, Chartered Accountants, Chennai, as statutory auditors to hold office from Third Annual General Meeting till the conclusion of the Annual General Meeting to be held in the year 2019 and to authorise the Board of Directors to fix their remuneration (**Ordinary Resolution**).



- d. **Resolution 4:** Re-appointment of Mr. V. Balaraman as an Independent Director of the Company (*Special Resolution*).
- e. **Resolution 5:** Re-appointment of Ms. Aruna Krishnamurthy Rao as an Independent Director of the Company (*Special Resolution*).
- f. **Resolution 6:** Re-appointment of Mr. Arun Jain as a Managing Director of the Company (*Ordinary Resolution*).
- g. **Resolution 7:** Approval to borrow monies in excess of paid-up capital and free reserves (*Special Resolution*).
2. The Company had entered into an arrangement with Karvy Computershare Private Limited ("**Karvy**"), for providing the electronic voting ("**Remote e-voting**") facility and also an electronic voting solution ("**InstaPoll**") to enable its members to vote on the above matters at the meeting.
3. **I submit my report as under, in respect of both (i.e) the e-voting and the InstaPoll.**
- 3.1 The remote e-voting commenced on August 18, 2017 at 9:00 A.M. IST to August 20, 2017 at 5:00 P.M. IST.
- 3.2 We have provided by Karvy, the list of shareholders who have voted at the Remote e-voting facility, so as to ensure that voting at the venue of the Annual General Meeting is exercised only by those by shareholders / proxies who have not voted using the Remote e-voting facility.
- 3.3 At the venue of Annual General Meeting, voting was permitted by way of electronic means. After completion of voting at the meeting, Karvy made available to me, the details of votes cast at the InstaPoll.
4. The details of the InstaPoll, held at the Annual General Meeting, is as under:

Resolution No.	Total Number of shareholders (in person and by proxy) who have cast their vote by InstaPoll	No. of Equity shares
Resolution No. 1	23	12,95,042
Resolution No. 2	23	12,95,042
Resolution No. 3	23	12,95,042
Resolution No. 4	23	12,95,042
Resolution No. 5	23	12,95,042
Resolution No. 6	23	12,95,042
Resolution No. 7	23	12,95,042



5. I report to you the details of votes cast "FOR" and "AGAINST" under the InstaPoll held at the Annual General Meeting:

Resolution No.	Total no. of share holders whose votes were considered valid	Total No. of Equity Shares voting on the Resolution	For		Against	
			No. of Equity Shares	Percentage	No. of Equity Shares	Percentage
Resolution No. 1	23	12,95,042	12,94,940	99.9921%	102	0.0079%
Resolution No. 2	23	12,95,042	12,94,940	99.9921%	102	0.0079%
Resolution No. 3	23	12,95,042	12,94,940	99.9921%	102	0.0079%
Resolution No. 4	23	12,95,042	12,94,940	99.9921%	102	0.0079%
Resolution No. 5	23	12,95,042	12,94,940	99.9921%	102	0.0079%
Resolution No. 6	23	12,95,042	12,94,940	99.9921%	102	0.0079%
Resolution No. 7	23	12,95,042	12,94,940	99.9921%	102	0.0079%

6. I unblocked the Remote e-voting results on Karvy's e-voting platform on August 21, 2017 in the presence of Ms. R. Priya and Ms. S. K. Lakshmi who are not in employment of the Company in accordance with Rule 20 (3) (ix) of the Companies (Management and Administration) Rules, 2014 and downloaded the results, after the appointed time.
7. Details of Remote e-voting that were cast between August 18, 2017 to August 20, 2017 is as under:

Resolution No.	Total No. of Shareholders who cast their vote by Remote E-Voting	No. of Equity shares	Total No. of Shareholders who have selected the "Votes abstained" while exercising their voting rights through Remote E-Voting	No. of Equity shares
Resolution No. 1	62	4,20,11,511	0	0
Resolution No. 2	61	4,20,11,461	1	50
Resolution No. 3	61	4,20,11,461	1	50
Resolution No. 4	61	4,20,11,461	1	50
Resolution No. 5	61	4,20,11,461	1	50
Resolution No. 6	61	4,20,11,461	1	50
Resolution No. 7	61	4,20,11,461	1	50



8. Details of scrutiny carried out in respect of the Remote E-Voting:

- a) With respect to Corporate Shareholders – the scrutiny is whether the Corporate Shareholder has provided a board resolution authorising a natural person to vote at a general meeting of the company.
- b) With respect to Mutual Funds – the scrutiny is whether the Trustee Company of the Mutual Fund has provided a board resolution authorising a natural person to vote at a general meeting of the company.
- c) With respect to FII's and FPI's – the scrutiny is availability of Power of Attorney ("POA") given by the FII / FPI in favour of a custodian in India and POA is scrutinized for the following:
 - i. Whether the name of the FII / FPI in the POA attached is the same, or where there is a name mismatch whether any SEBI registration certificate for the change in name is available or not;
 - ii. Where the POA bears a date of execution;
 - iii. Where the POA has been executed outside India - has the same has been Apostilled in that country;
 - iv. Whether the POA has been adjudicated under the Indian Stamp Act - else the document cannot be valid in India;
 - v. Whether under the POA the FII / FPI has given to the custodian – the custodian has a right to vote at general meetings and / or appoint a person as a proxy to attend and vote at a general meeting;
 - vi. Whether the Custodian has by way of an applicable authorisation document, given a power to vote to its officer or any natural person.

TREATING AS INVALID: Based on the scrutiny as above, I considered 11,08,554 shares for each of the Resolutions, as NOT VALID, as the documents uploaded did not meet any one of the aforesaid conditions.

9. I report to you the details of valid votes cast "FOR" and "AGAINST" under the Remote E-voting held between August 18, 2017 and August 20, 2017:

Resolution No.	Total No. of shareholders whose votes were considered valid *	Total No. of Equity Shares with respect to which vote has been cast and considered valid *	For		Against	
			No. of Equity Shares	Percentage	No. of Equity Shares	Percentage
Resolution No. 1	62	4,20,11,511	4,20,11,511	100.000%	0	0%
Resolution No. 2	61	4,20,11,461	4,14,39,572	96.103%	5,71,889	3.897%
Resolution No. 3	61	4,20,11,461	4,20,11,441	100.000%	20	0%
Resolution No. 4	61	4,20,11,461	4,20,11,051	99.999%	410	0.001%
Resolution No. 5	61	4,20,11,461	4,14,31,809	96.085%	5,79,652	3.915%
Resolution No. 6	61	4,20,11,461	4,20,11,001	99.999%	460	0.001%
Resolution No. 7	61	4,20,11,461	4,20,11,166	99.992%	295	0.008%



* This figure excludes the shareholders who have selected the option "Votes abstained" while exercising their voting rights through Remote E-voting.

10. The consolidated report on the votes cast through the InstaPoll (held at the Annual General Meeting) and Remote E-voting (held between August 18, 2017 and August 20, 2017) is as below:

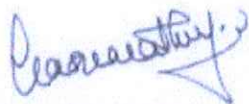
Resolution No.	For		Against	
	No. of Equity Shares	Percentage	No. of Equity Shares	Percentage
Resolution No. 1	4,33,06,451	99.9998%	102	0.0002%
Resolution No. 2	4,27,34,512	98.6792%	5,71,991	1.3208%
Resolution No. 3	4,33,06,381	99.9997%	122	0.0003%
Resolution No. 4	4,33,05,991	99.9988%	512	0.0012%
Resolution No. 5	4,27,26,749	98.6613%	5,79,754	1.3387%
Resolution No. 6	4,33,05,941	99.9987%	562	0.0013%
Resolution No. 7	4,33,06,106	99.9991%	397	0.0009%

I report that all the Resolutions have been passed by the Members of the Company by requisite majority.

Thanking you,


Yours' faithfully,


For V VASUMATHY & ASSOCIATES,



V. VASUMATHY
Practising Company Secretary
COP: 9451, FCS: 5424




Witness 1:
(R. PRIYA)


Witness 2:
(S.K. LAKSHMI)

Place: Chennai

Countersigned:
For INTELLECT DESIGN ARENA LIMITED


V V NAKESH
Company Secretary & Compliance Officer