

March 31, 2018

The Manager  
Listing Department  
BSE Limited  
Phirozee Jeejeebhoy Tower, Dalal Street  
Mumbai 400 001  
BSE Scrip Code: 532395

Listing Department  
The National Stock Exchange of India Limited  
Exchange Plaza, 5 Floor, Plot C/1, G Block  
Bandra – Kurla Complex, Bandra(E),  
Mumbai 400 051  
NSE Symbol: AXISCADES

Dear Sir(s),

Sub: Voting Results of Postal Ballot

Pursuant to Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, we are submitting herewith the details regarding the voting results of the business transacted through Postal Ballot in the prescribed format.

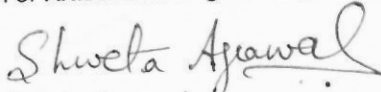
We are also enclosing the consolidated report of the Scrutinizer on e-voting and voting through ballots. The above are also being made available on the Company's website.

This is for your information and records.

Thanking You.

Yours Sincerely,

For **AXISCADES Engineering Technologies Limited**



**Shweta Agrawal**

Company Secretary

**AXISCADES Engineering Technologies Limited**

(formerly Axis IT&T Limited)

CIN No.: L72200KA1990PLC084435

D-30, Sector - 3, Noida - 201 301, Uttar Pradesh INDIA Ph: +91 120 451 8200 / 8300 Fax: +91 120 244 2921

Reg. Office : Block C, Second Floor, Kirloskar Business Park, Bengaluru - 560 024 Karnataka INDIA  
Ph: +91 80 4193 9000 Fax: + 91 80 4193 9099 | Email: info@axiscales.com | www.axiscales.com

Company Name	AXISCADES ENGINEERING TECHNOLOGIES LIMITED
Date of the AGM/EGM	
Total number of shareholders on record date	17656
No. of shareholders present in the meeting either in person or	
Promoters and Promoter Group:	
Public:	
No. of Shareholders attended the meeting through Video	
Promoters and Promoter Group:	0
Public:	0

Resolution required: (Ordinary/ Special)	ORDINARY - Appointment of Mr. Mritunjay Singh (DIN: 06864030) as Whole Time Director in the capacity of Chief Executive Officer							
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	24945271	24945271	100.0000	24945271	0	100.0000	0.0000
	Poll	24945271	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	24945271	0	0.0000	00	0	0.0000	0.0000
Public- Institutions	E-Voting	406841	0	0.0000	00	0	0.0000	0.0000
	Poll	406841	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	406841	0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	E-Voting	12407418	577593	4.6552	577288	305	99.9471	0.0528
	Poll	12407418	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	12407418	36398	0.2934	36098	300	99.1758	0.8242
Total		37759530	25559262	67.6896	25558657	605	99.9976	0.0024

AXISCADES Engineering Technologies Ltd

*Shweta Agrawal*  
SHWETA AGRAWAL  
Company Secretary

Resolution required: (Ordinary/ Special)	SPECIAL - Fixation Of Remuneration Of Mr. Mritunjay Singh as Whole Time Director in the Capacity Of Chief Executive Officer							
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	24945271	24945271	100.0000	24945271	0	100.0000	0.0000
	Poll	24945271	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	24945271	0	0.0000	00	0	0.0000	0.0000
Public- Institutions	E-Voting	406841	0	0.0000	00	0	0.0000	0.0000
	Poll	406841	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	406841	0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	E-Voting	12407418	577593	4.6552	577277	316	99.9452	0.0547
	Poll	12407418	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	12407418	36398	0.2934	35883	515	98.5851	1.4149
Total		37759530	25559262	67.6896	25558431	831	99.9967	0.0033

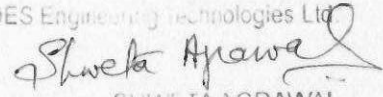
Resolution required: (Ordinary/ Special)	SPECIAL - Alteration Of The Object Clause Of The Memorandum Of Association Of The Company							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes 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	24945271	24945271	100.0000	24945271	0	100.0000	0.0000
	Poll	24945271	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	24945271	0	0.0000	00	0	0.0000	0.0000
Public- Institutions	E-Voting	406841	0	0.0000	00	0	0.0000	0.0000
	Poll	406841	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	406841	0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	E-Voting	12407418	577593	4.6552	577288	305	99.9471	0.0528
	Poll	12407418	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	12407418	36398	0.2934	36098	300	99.1758	0.8242
Total		37759530	25559262	67.6896	25558657	605	99.9976	0.0024

AXISCADES Engineering Technologies Ltd

Shweta Agrawal

SHWETA AGRAWAL  
Company Secretary

Resolution required: (Ordinary/ Special)	SPECIAL - Alteration of Articles of Association of Company to issue Employee Stock Options (ESOP)							
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	24945271	24945271	100.0000	24945271	0	100.0000	0.0000
	Poll	24945271	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	24945271	0	0.0000	00	0	0.0000	0.0000
Public- Institutions	E-Voting	406841	0	0.0000	00	0	0.0000	0.0000
	Poll	406841	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	406841	0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	E-Voting	12407418	577593	4.6552	577288	305	99.9471	0.0528
	Poll	12407418	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	12407418	36398	0.2934	36098	300	99.1758	0.8242
Total		37759530	25559262	67.6896	25558657	605	99.9976	0.0024

AXISCADES Engineering Technologies Ltd  
  
 SHWETA AGRAWAL  
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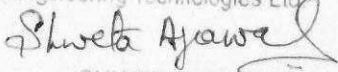
Resolution required: (Ordinary/ Special)	ORDINARY - Appointment Of Mrs. Mariam Mathew (DIN: 08065365) as an Independent Director							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of votes polled (2)	% of Votes 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	24945271	24945271	100.0000	24945271	0	100.0000	0.0000
	Poll	24945271	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	24945271	0	0.0000	00	0	0.0000	0.0000
Public- Institutions	E-Voting	406841	0	0.0000	00	0	0.0000	0.0000
	Poll	406841	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	406841	0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	E-Voting	12407418	577593	4.6552	577287	306	99.9470	0.0529
	Poll	12407418	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	12407418	36398	0.2934	36098	300	99.1758	0.8242
	Total	37759530	25559262	67.6896	25558656	606	99.9976	0.0024

AXISCADES Engineering Technologies Ltd.

*Shweta Agrawal*

SHWETA AGRAWAL  
Company Secretary

Resolution required: (Ordinary/ Special)	SPECIAL - Approval Of AXISCADES Engineering Esop 2018 Series 1 And Series 2 (The "Scheme" / The "Plan") And Grant Of Stock Options to the eligible							
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	24945271	24945271	100.0000	24945271	0	100.0000	0.0000
	Poll	24945271	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	24945271	0	0.0000	00	0	0.0000	0.0000
Public- Institutions	E-Voting	406841	0	0.0000	00	0	0.0000	0.0000
	Poll	406841	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	406841	0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	E-Voting	12407418	577593	4.6552	576788	805	99.8606	0.1393
	Poll	12407418	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	12407418	36398	0.2934	36097	301	99.1730	0.8270
Total		37759530	25559262	67.6896	25558156	1106	99.9957	0.0043

AXISCADES Engineering Technologies Ltd  
  
 SHWETA AGRAWAL  
 Company Secretary

Resolution required: (Ordinary/ Special)	SPECIAL - Approval for Grant of Stock Options to Employees and Directors of Subsidiary Companies under the AXISCADES Engineering ESOP 2018							
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	24945271	24945271	100.0000	24945271	0	100.0000	0.0000
	Poll	24945271	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	24945271	0	0.0000	00	0	0.0000	0.0000
Public- Institutions	E-Voting	406841	0	0.0000	00	0	0.0000	0.0000
	Poll	406841	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	406841	0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	E-Voting	12407418	577593	4.6552	576788	805	99.8606	0.1393
	Poll	12407418	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	12407418	36398	0.2934	35097	1301	96.4256	3.5744
Total		37759530	25559262	67.6896	25557156	2106	99.9918	0.0082

Resolution required: (Ordinary/ Special)	SPECIAL - Approval for Grant Of Stock Options to identified Employees, during any One Year, Equal To or Exceeding 1% Of the Issued Capital							
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	24945271	24945271	100.0000	24945271	0	100.0000	0.0000
	Poll	24945271	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	24945271	0	0.0000	00	0	0.0000	0.0000
Public- Institutions	E-Voting	406841	0	0.0000	00	0	0.0000	0.0000
	Poll	406841	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	406841	0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	E-Voting	12407418	577463	4.6542	576658	805	99.8605	0.1394
	Poll	12407418	0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)	12407418	36398	0.2934	35097	1301	96.4256	3.5744
Total		37759530	25559132	67.6892	25557026	2106	99.9918	0.0082

AXISCADES Engineering Technologies Ltd

*Shweta Agrawal*

SHWETA AGRAWAL  
Company Secretary

FORM NO. MGT.13

**SCRUTINIZER'S REPORT**

*[Pursuant to Section 108 and Section 110 of the Companies Act, 2013 and rule 22 of the Companies (Management and Administration) Rules, 2014 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Rules 2015 to the extent applicable]*

To,

The Board of Directors,  
**AXISCADES Engineering Technologies Limited**  
CIN: L72200KA1990PLC084435  
Block -C, Second Floor,  
Kirloskar Business Park,  
Bengaluru - 560024

**Dear Sir,**

**Sub: Consolidated Scrutinizer's Report on Postal Ballot and e- voting conducted in pursuance to the provisions of Section 110 of the Companies Act, 2013 and rule 22 of the Companies (Management and Administration) Rules, 2014 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Rules 2015 to the extent applicable.**

We, M/s. Anant B. Khamankar & Co., Practicing Company Secretaries, are appointed as Scrutinizer(s) by AXISCADES Engineering Technologies Limited





("the Company") pursuant to Section 110 of Companies Act, 2013 and Rule 22 of Companies (Management and Administration) Rules 2014 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended by Companies (Management and Administration) Amendment Rules, 2015 to the extent applicable, for the purpose of Scrutinizing the e- voting and Postal Ballot in a fair and transparent manner and ascertaining the requisite majority on e- voting and Postal Ballot as per the provision of Companies Act, 2013.

The management of the Company is responsible to ensure the compliance with the requirements of the Companies Act, 2013 and Rules relating to voting through electronic means and Postal Ballot on the resolutions contained in the notice dated 13<sup>th</sup> February, 2018. Our responsibility as the Scrutinizers for the postal ballot and e- voting process is restricted to make a Scrutinizer's Report of the votes, cast "in favor" or "against" the Resolutions, based on the postal ballots received by the Company and reports generated from the remote e- voting process system provided by Karvy Computershare Private Limited (Karvy), the authorized agency engaged by the Company to provide remote e- voting facilities.

Further to the above, we submit our report as under:-

- i. The remote e-voting period remained open from Thursday, 1<sup>st</sup> March, 2018 at 9.00 a.m. (IST) and ended on Friday, 30<sup>th</sup> March, 2018 at 05.00 p.m. (IST).
- ii. The members who were on record of the Company as on the "Cut-Off" date i.e. Friday, 16<sup>th</sup> February, 2018 were entitled to vote on the Resolutions as set out in the Notice of Postal Ballot dated 13<sup>th</sup> February, 2018.
- iii. The remote e-voting was unblocked on Friday, 30<sup>th</sup> March, 2018 at 5.00 p.m. (IST) in the presence of two witnesses, Miss Gauri Mali and Mr. Surender Singh Chuahan who are not in the employment of the Company.
- iv. The Physical postal ballots were received up to 5:00 p.m. (IST) on 30<sup>th</sup> March, 2018 through self-addressed business reply envelops.



- v. Thereafter considering remote e-voting and postal ballot voting, the combined result of the voting by equity shareholders is annexed as **Annexure I**. The details containing inter alia, list of Equity Share Holders, who voted "for" or "against", on each of the Resolutions that were put to vote, and whose votes became invalid or who abstained from voting, were generated from the e-voting website of Karvy i.e. [evoting.karvy.com](http://evoting.karvy.com) and is based on such reports generated.

Thanking You.

Yours truly,

**For Anant B. Khamankar & Co.**



**Anant B. Khamankar**



**FCS: 3198**

**CP No: 1860**

**Place:** Mumbai,

**Date:** 31<sup>st</sup> March, 2018

Based on the foregoing, the Resolution No. from 1 to 8, have been passed with requisite majority.

**For AXISCADES Engineering Technologies Limited**

**Ms. Shweta Agrawal**

**Company Secretary**

Annexure I																
AXISCADES ENGINEERING TECHNOLOGIES LIMITED																
Ballot Control Report (e-voting & Postal ballot) for the Notice dated 13 /02/2018																
Resol ution No.	Resolution Description	Poll	Total Votes received		Invalid Votes		Abstain Votes		Valid Votes		Voted in FAVOUR			Voted AGAINST		
			Ballots	No. of Votes / Shares	Ballots	No. of Votes / Shares	Ballots	No. of Votes / Shares	Ballots	No. of Votes / Shares	Ballots	No. of Votes / Shares	%	Ballots	No. of Votes / Shares	%
1	Appointment of Mr. Mritunjay Singh (Din: 06864030) as Whole time Director in the capacity of Chief Executive Officer	Remote e-voting	31	25522864	0	0	0	0	31	25522864	30	25522559	99.9988	1	305	0.00120
		Postal Ballot	61	36521	3	123	0	0	58	36398	51	36098	99.1758	7	300	0.82422
		<b>TOTAL</b>	<b>92</b>	<b>25559385</b>	<b>3</b>	<b>123</b>	<b>0</b>	<b>0</b>	<b>89</b>	<b>25559262</b>	<b>81</b>	<b>25558657</b>	<b>99.9976</b>	<b>8</b>	<b>605</b>	<b>0.00237</b>
2	Fixation of remuneration of Mr. Mritunjay Singh as Whole time Director in the capacity of Chief Executive Officer	Remote e-voting	31	25522864	0	0	0	0	31	25522864	28	25522548	99.9988	3	316	0.00124
		Postal Ballot	61	36521	3	123	0	0	58	36398	50	35883	98.5851	8	515	1.41491
		<b>TOTAL</b>	<b>92</b>	<b>25559385</b>	<b>3</b>	<b>123</b>	<b>0</b>	<b>0</b>	<b>89</b>	<b>25559262</b>	<b>78</b>	<b>25558431</b>	<b>99.9967</b>	<b>11</b>	<b>831</b>	<b>0.00325</b>
3	Alteration of the object clause of the Memorandum of Association of the Company	Remote e-voting	31	25522864	0	0	0	0	31	25522864	30	25522559	99.9988	1	305	0.00120
		Postal Ballot	61	36521	3	123	0	0	58	36398	51	36098	99.1758	7	300	0.82422
		<b>TOTAL</b>	<b>92</b>	<b>25559385</b>	<b>3</b>	<b>123</b>	<b>0</b>	<b>0</b>	<b>89</b>	<b>25559262</b>	<b>81</b>	<b>25558657</b>	<b>99.9976</b>	<b>8</b>	<b>605</b>	<b>0.00237</b>
4	Alteration of articles of association of company to issue employee stock options	Remote e-voting	31	25522864	0	0	0	0	31	25522864	30	25522559	99.9988	1	305	0.00120
		Postal Ballot	61	36521	3	123	0	0	58	36398	51	36098	99.1758	7	300	0.82422
		<b>TOTAL</b>	<b>92</b>	<b>25559385</b>	<b>3</b>	<b>123</b>	<b>0</b>	<b>0</b>	<b>89</b>	<b>25559262</b>	<b>81</b>	<b>25558657</b>	<b>99.9976</b>	<b>8</b>	<b>605</b>	<b>0.00237</b>
5	Approving the appointment of Mrs. Mariam Mathew as an Independent Director	Remote e-voting	31	25522864	0	0	0	0	31	25522864	29	25522558	99.9988	2	306	0.00120
		Postal Ballot	61	36521	3	123	0	0	58	36398	51	36098	99.1758	7	300	0.82422
		<b>TOTAL</b>	<b>92</b>	<b>25559385</b>	<b>3</b>	<b>123</b>	<b>0</b>	<b>0</b>	<b>89</b>	<b>25559262</b>	<b>80</b>	<b>25558656</b>	<b>99.9976</b>	<b>9</b>	<b>606</b>	<b>0.00237</b>
6	Approval of AXISCADES Engineering ESOP 2018 series 1 and series 2 (the "scheme" / the "plan") and grant of Stock options to the eligible Employees / Directors of the Company	Remote e-voting	31	25522864	0	0	0	0	31	25522864	29	25522059	99.9968	2	805	0.00315
		Postal Ballot	61	36521	3	123	0	0	58	36398	50	36097	99.1730	8	301	0.82697
		<b>TOTAL</b>	<b>92</b>	<b>25559385</b>	<b>3</b>	<b>123</b>	<b>0</b>	<b>0</b>	<b>89</b>	<b>25559262</b>	<b>79</b>	<b>25558156</b>	<b>99.9957</b>	<b>10</b>	<b>1106</b>	<b>0.00433</b>
7	Approval for grant of Stock Options to Employees & Directors of Subsidiary Companies under the AXISCADES Engineering ESOP 2018 Series 2 (the "scheme" / the "plan")	Remote e-voting	31	25522864	0	0	0	0	31	25522864	29	25522059	99.9968	2	805	0.00315
		Postal Ballot	61	36521	3	123	0	0	58	36398	49	35097	96.4256	9	1301	3.57437
		<b>TOTAL</b>	<b>92</b>	<b>25559385</b>	<b>3</b>	<b>123</b>	<b>0</b>	<b>0</b>	<b>89</b>	<b>25559262</b>	<b>78</b>	<b>25557156</b>	<b>99.9918</b>	<b>11</b>	<b>2106</b>	<b>0.00824</b>
8	Approval for grant of Stock Options to Identified Employees, during any One year, equal to or exceeding 1% of the Issued Capital (excluding outstanding warrants and conversion) of the Company at the time of grant of option under the AXISCADES Engineering ESOP 2018- Series 1 and Series 2 (the "scheme" / the "plan")	Remote e-voting	31	25522864	1	130	0	0	30	25522734	28	25521929	99.9968	2	805	0.00315
		Postal Ballot	61	36521	3	123	0	0	58	36398	49	35097	96.4256	9	1301	3.57437
		<b>TOTAL</b>	<b>92</b>	<b>25559385</b>	<b>4</b>	<b>253</b>	<b>0</b>	<b>0</b>	<b>88</b>	<b>25559132</b>	<b>77</b>	<b>25557026</b>	<b>99.9918</b>	<b>11</b>	<b>2106</b>	<b>0.00824</b>

