



S. SRIKANTH & ASSOCIATES
COMPANY SECRETARIES

Flat No. 5A, Parameswara Apartments, Beside SBH, Anandnagar, Khairatabad, Hyderabad - 500 004.

Phone : 040 - 40171671, Cell : 9849890217

E-mail : srikanthpcs99@gmail.com

REPORT OF SCRUTINIZER
[E-VOTING]

[Pursuant Clause 35B of Listing Agreement and Pursuant to section 108 of the Companies Act, 2013 and rule 20(3) (xi) of the Companies (Management and Administration) Rules, 2014]

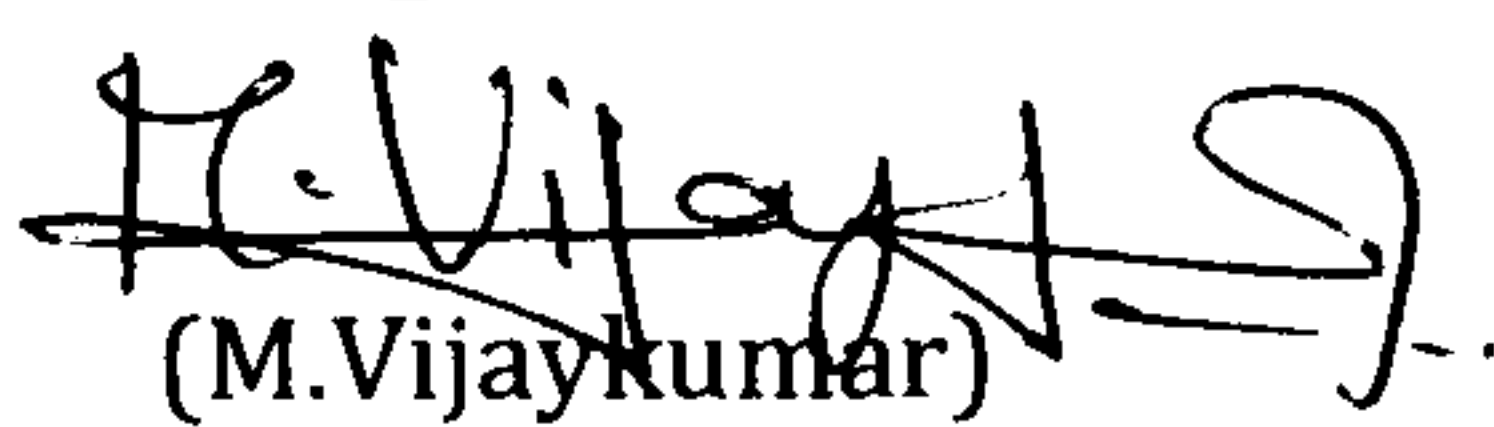
To
The Chairman,
Sagarsoft (India) Limited,
Plot No.111, Road No.10,
Jubilee Hills,
Hyderabad,
Telangana-500033.

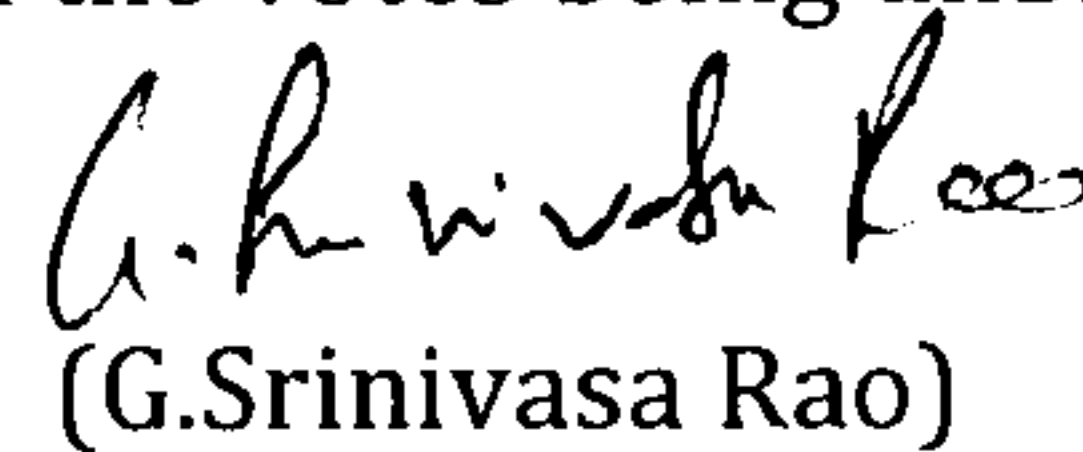
I, **S.Srikanth**, Proprietor of **M/s. S.Srikanth & Associates**, Company secretaries, Hyderabad, was appointed as Scrutinizer for the 18th (Eighteenth) Annual General Meeting of the Equity Share holders of "**Sagarsoft (India) Limited**" to be held on Wednesday, September 24, 2014 at 11:30 a.m. at Hotel Golkonda, Masab Tank, Hyderabad-500028 for the purpose of scrutinizing the E-Voting process in a fair and transparent manner and ascertaining the requisite majority on E-Voting carried out as per clause 35B of the Listing Agreement and the provisions of the Companies Act, 2013 and Sub Rule (xi) of Rule 20 of Companies (Management and Administration) Rules, 2014 on the resolutions referred to in this report.

We submit our report as under:

1. The E-Voting period remained open from 10:30 a.m. on 18th September, 2014 to 6:30 p.m. on 20th September, 2014.
2. The notice was sent to all the members, whose names appeared in the Register of Members as on August 22, 2014 who were entitled to vote on the proposed 8 (Eight) resolutions as mentioned in the notice of Annual General Meeting of "**Sagarsoft (India) Limited**" (Item Number 1(One) to 8 (Eight) of the Notice of the Annual General Meeting of **Sagarsoft (India) Limited**).
3. The votes were unblocked on September 23, 2014 at 4.11 p.m. in the presence of two witnesses, Namely Mr. Vijaya Kumar, residing at 10-140, Sai Nagar, Bala Nagar, Hyderabad, and Mr. G.Srinivas Rao, residing at 10-140, Sai Nagar, Bala Nagar, Hyderabad, who are not in employment of the Company.

They have signed below in confirmation of the votes being unblocked in their presence.


(M.Vijaykumar)


(G.Srinivasa Rao)

S. Srikanth

4. Thereafter the details containing, inter-alia, list of equity shareholders, who voted "FOR" and "AGAINST", were downloaded from the E-Voting website of Karvy Computershare Private Limited (www.evoting.karvy.com).

5. The result of the e-voting is as under:

a) Resolution 1

"Resolved that the audited accounts of the Company containing the Balance Sheet as at and the Statement of Profit and Loss for the year ended 31st March 2014 together with their annexure and the reports of the auditors and directors thereon be and are hereby received, considered, approved and adopted."

(i) Voted **in favour** of Resolution:

Number of member voted through e voting system	Number of votes cast by them	% of total number of valid votes cast
29	2875817	99.99%

(ii) Voted **against** the resolution

Number of member voted through e voting system	Number of votes cast by them	% of Total number of valid votes cast
1	299	00.01%

(iii) **Invalid** Votes: Nil

b) Resolution 2

"Resolved that Shri S.Sreekanth Reddy (holding Director Identification Number: 00123889) be and is hereby re-appointed as a director liable to retire by rotation."

(i) Voted **in favour** of Resolution:

Number of member voted through e voting system	Number of votes cast by them	% of total number of valid votes cast
29	2875817	99.99%

(ii) Voted **against** the resolution

Number of member voted through e voting system	Number of votes cast by them	% of total number of valid votes cast
1	299	00.01%

(iii) **Invalid** Votes: NIL

S. Sreekanth

c) Resolution 3

“Resolved that Shri Satish C.R.Kalva (holding Director Identification Number: 02412539) be and is hereby re-appointed as a director liable to retire by rotation.”

(i) **Voted in favour** of Resolution:

Number of member voted through e voting system	Number of votes cast by them	% of total number of valid votes cast
29	2875817	99.99%

(ii) **Voted against** the resolution

Number of member voted through e voting system	Number of votes cast by them	% of total number of valid votes cast
1	299	00.01%

(iii) **Invalid Votes:** NIL

d) Resolution 4

“Resolved that pursuant to the provisions of Section 139, 142 and other applicable provisions, if any, of the Companies Act, 2013 and of the Companies (Audit and Auditors) Rules, 2014, M/s. C.Ramachandram & Co (Firm Registration No.002864S), Chartered Accountants, be and are hereby appointed as Auditors of the Company, to hold office from the conclusion of the Annual General Meeting, for three consecutive years until the conclusion of the 21st Annual General Meeting of the Company in the calendar year 2017, subject to ratification by the shareholders annually, at such remuneration as shall be fixed by the Board of Directors of the Company.”

(i) **Voted in favour** of Resolution:

Number of member voted through e voting system	Number of votes cast by them	% of Total number of Valid Votes cast
29	2875817	99.99%

(ii) **Voted against** the resolution

Number of member voted through e voting system	Number of votes cast by them	% of total number of valid votes cast
1	299	00.01%

(iii) **Invalid Votes:** NIL

e) Resolution 5

“Resolved that pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 (“Act”) and the rules framed there under read with Schedule IV of the Act, as amended from time to time and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and Clause 49 of the Listing Agreement, Shri K.Prasad (DIN 06678974), a non executive director of the Company, who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Act and who is eligible for appointment, be and is hereby appointed as an independent director of the Company to hold office for five consecutive years.”

S. S. Dikshant

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29	2875817	99.99%

(ii) Voted against the resolution

Number of member voted through e voting system	Number of votes cast by them	% of total number of valid votes cast
1	299	00.01%

(iii) Invalid Votes: NIL

f) Resolution 6

“Resolved that pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 (“Act”) and the rules framed there under read with Schedule IV of the Act, as amended from time to time and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and Clause 49 of the Listing Agreement, Shri K.Ganesh (DIN 05214864), who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Act and who is eligible for appointment, be and is hereby appointed as an independent director of the Company to hold office for five consecutive years.”

(i) Voted in favour of Resolution:

Number of member voted through e voting system	Number of votes cast by them	% of total number of valid votes cast
29	2875817	99.99%

(ii) Voted against the resolution

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1	299	00.01%

(iii) Invalid Votes: NIL

g) Resolution 7

“Resolved that pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 (“Act”) and the rules framed there under read with Schedule IV of the Act, as amended from time to time and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and Clause 49 of the Listing Agreement, Shri N.Hari Mohan (DIN 01808491), a non executive director of the Company, who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Act and who is eligible for appointment, be and is hereby appointed as an independent director of the Company to hold office for five consecutive years.”

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29	2875817	99.99%

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1	299	00.01%

(iii) **Invalid Votes: NIL**

h) Resolution 8

Resolved that pursuant to the provisions of Sections 149, 152 and other applicable provisions, if any, of the Companies Act, 2013 ("Act") and the rules framed there under read with Schedule IV of the Act, as amended from time to time and the Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force) and Clause 49 of the Listing Agreement, Shri K.Rakesh Rao (DIN 02153899), a non executive director of the Company, who has submitted a declaration that he meets the criteria for independence as provided in Section 149(6) of the Act and who is eligible for appointment, be and is hereby appointed as an independent director of the Company to hold office for five consecutive years.

(i) Voted **in favour** of Resolution:

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29	2875817	99.99%

(ii) Voted **against** the resolution

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1	299	00.01%

(iii) **Invalid Votes: NIL**

**For S.Srikanth & Associates
Company Secretaries**

S. Srikanth
S.Srikanth
C.P. # 7999

Date: 24.09.2014
Place: Hyderabad.



S. SRIKANTH & ASSOCIATES
COMPANY SECRETARIES

Flat No. 5A, Parameswara Apartments, Beside SBH, Anandnagar, Khairatabad, Hyderabad - 500 004.

Phone : 040 - 40171671, Cell : 9849890217

E-mail : srikanthpcs99@gmail.com

Form No. MGT-13
REPORT OF SCRUTINIZER

[Pursuant to Section 109 of the Companies Act, 2013 and
Rule 21(2) of the Companies (Management and Administration) Rules, 2014]

To,
The Chairman,
18th Annual General Meeting of the Equity Shareholders of **Sagarsoft (India) Limited**,
Held on September 24, 2014 at Hotel Golkonda, Masab Tank, Hyderabad - 500028.

Dear Sir,

I, **S.Srikanth**, Proprietor of **S.Srikanth & Associates**, Company secretaries, Hyderabad, was appointed as Scrutinizer for the purpose of scrutinizing the poll taken on below mentioned resolutions, at the 18th Annual General Meeting of the Equity Share holders of **Sagarsoft (India) Limited**, held on Wednesday, September 24, 2014 at Hotel Golkonda, Masab Tank, Hyderabad - 500028 at 11:30 a.m.

We submit our report as under:

1. After the time fixed for closing of the poll by the Chairman, the ballot boxes were opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company/ Registrar and Transfer Agents of the Company and the authorizations/ proxies lodged with the Company.
2. The poll papers, which were incomplete and / or which were otherwise found defective have been treated as invalid and kept separately.
3. The result of the poll is as under:

S. Srikanth

a) Resolution 1

“Resolved that the audited accounts of the Company containing the Balance Sheet as at and the Statement of Profit and Loss for the year ended 31st March 2014 together with their annexure and the reports of the auditors and directors thereon be and are hereby received, considered, approved and adopted.”

(i) Voted **in favour** of Resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
13	25726	100

(ii) Voted **against** the resolution: NIL

(iii) **Invalid** Votes:

Total number of members (in person or by proxy) whose votes were declared invalid	Total number of votes cast by them
02	1050

b) Resolution 2

“Resolved that Shri S.Sreekanth Reddy (holding Director Identification Number: 00123889) be and is hereby re-appointed as a director liable to retire by rotation.”

(i) Voted **in favour** of Resolution:

Number of members present and voting (in person or by proxy)	Number of votes cast by them	% of total number of valid votes cast
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(iii) Invalid Votes:

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02	1050

**For S.Srikanth & Associates
Company Secretaries**

S. Srikanth.
S.Srikanth
C.P. # 7999

Date: 25.09.2014
Place: Hyderabad.

Annexure - 1

Consolidated result of voting (by E-voting and Poll) for resolution numbers 1 to 8 of the notice of the 18th Annual General Meeting of "Sagarsoft (India) Limited" held on Wednesday, September 24, 2014 at 11:30 A.M.

Sl. No.	Resolution	Total Valid votes Cast			Voted in Favour of Resolution				Voted Against Resolution			
		E-Voting	Poll	Total	E-Voting	Poll	Total	Percentage	E-Voting	Poll	Total	Percentage
1	Resolution-1	2876116	25726	2901842	2875817	25726	2901543	99.9897	299	0	299	0.0103
2	Resolution-2	2876116	25726	2901842	2875817	25726	2901543	99.9897	299	0	299	0.0103
3	Resolution-3	2876116	25726	2901842	2875817	25726	2901543	99.9897	299	0	299	0.0103
4	Resolution-4	2876116	25726	2901842	2875817	25726	2901543	99.9897	299	0	299	0.0103
5	Resolution-5	2876116	25726	2901842	2875817	25726	2901543	99.9897	299	0	299	0.0103
6	Resolution-6	2876116	25726	2901842	2875817	25726	2901543	99.9897	299	0	299	0.0103
7	Resolution-7	2876116	25726	2901842	2875817	25726	2901543	99.9897	299	0	299	0.0103
8	Resolution-8	2876116	25726	2901842	2875817	25726	2901543	99.9897	299	0	299	0.0103

S/ Seni Kantin