

## 8K Miles Software Services Limited

Voting Results - AGM - 30.09.2016

SCRIP CODE: 512161 - EQ 8KMILES

| DETAILS OF VOTING RESULTS   |   |            |
|---|---|------------|
| Date of AGM/ EGM  | : | 30.09.2016 |
| Total No. of Shareholders for the purpose of AGM:9453                         |   |            |
| Book Closure : 08.09.2016 - 10.09.2016 (Both Days Inclusive)                  |   |            |
| Cut-off date for E-voting: 23.09.2016   | : |            |
| No. of shareholders present in the meeting either in person or through proxy: |   |            |
| · Promoters and Promoter Group:   |   | 2          |
| · Public shareholders:  | : | 51         |
| No. of shareholders attended the meeting through video conferencing           |   |            |
| · Promoters and Promoter Group  |   |            |
| · Public shareholder  | : | Nil        |

Resolution No.: 1

Type: Ordinary

Adoption of Audited Standalone Financial Statements of the Company for the F.Y. ended 31.03.2016.

Adoption of Audited Consolidated Financial Statements of the Company for the F.Y. ended 31.03.2016.

Whether Promoters/ Promoter Group are interested in the said resolution: No

| Shareholder Type                              | Manner of Voting | Number of Shares held | Number of Votes polled | % of votes polled on outstanding shares | Number of Votes in favour | Number of Votes against | % of votes in favour on votes polled | % of votes against on votes polled |
|---|------------------|-----------------------|------------------------|---|---------------------------|-------------------------|--------------------------------------|------------------------------------|
|   |                  | 1                     | 2                      | (3) = (2/1*100)                         | 4                         | 5                       | (6) = (4/2*100)                      | (7) = (5/2*100)                    |
| Promoter and Promoter Group                   | Evoting          | 7257128               | 7195333                | 99.15%                                  | 7195333                   | 0                       | 100.00%                              | 0.00%                              |
|   | Poll             |                       | 0                      | 0.00%                                   | 0                         | 0                       | 0.00%                                | 0.00%                              |
| Public - Institutional Holders (Foreign Portf | Evoting          | 320978                | 284206                 | 88.54%                                  | 284206                    | 0                       | 100.00%                              | 0.00%                              |
|   | Poll             |                       | 0                      | 0.00%                                   | 0                         | 0                       | 0.00%                                | 0.00%                              |
| Public - Others                               | Evoting          | 3865996               | 1377033                | 35.62%                                  | 1377033                   | 0                       | 100.00%                              | 0.00%                              |
|   | Poll             |                       | 228259                 | 5.90%                                   | 228259                    | 0                       | 100.00%                              | 0.00%                              |
| <b>TOTAL</b>                                  |                  | <b>11444102</b>       | <b>9084831</b>         | <b>79.38%</b>                           | <b>9084831</b>            | <b>0</b>                | <b>100.00%</b>                       | <b>0.00%</b>                       |

The resolution at item No. 1 passed with requisite majority at the 31st AGM.

Resolution No.: 2

Type: Ordinary

Re- appointment of Mr. Lakshmanan Kannappan (DIN: 07141427) as Director.

Whether Promoters/ Promoter Group are interested in the said resolution: No

| Shareholder Type               | Manner of Voting | Number of Shares held | Number of Votes polled | % of votes polled on outstanding shares | Number of Votes in favour | Number of Votes against | % of votes in favour on votes polled | % of votes against on votes polled |
|--------------------------------|------------------|-----------------------|------------------------|---|---------------------------|-------------------------|--------------------------------------|------------------------------------|
|                                |                  | 1                     | 2                      | (3) = (2/1*100)                         | 4                         | 5                       | (6) = (4/2*100)                      | (7) = (5/2*100)                    |
| Promoter and Promoter Group    | Evoting          | 7257128               | 7195333                | 99.15%                                  | 7195333                   | 0                       | 100.00%                              | 0.00%                              |
|                                | Poll             |                       | 0                      | 0.00%                                   | 0                         | 0                       | 0.00%                                | 0.00%                              |
| Public - Institutional Holders | Evoting          | 320978                | 284206                 | 88.54%                                  | 255356                    | 28850                   | 89.85%                               | 10.15%                             |
|                                | Poll             |                       | 0                      | 0.00%                                   | 0                         | 0                       | 0.00%                                | 0.00%                              |
| Public - Others                | Evoting          | 3865996               | 1377033                | 35.62%                                  | 1369346                   | 7687                    | 99.44%                               | 0.56%                              |
|                                | Poll             |                       | 228259                 | 5.90%                                   | 228259                    | 0                       | 100.00%                              | 0.00%                              |
| <b>TOTAL</b>                   |                  | <b>11444102</b>       | <b>9084831</b>         | <b>79.38%</b>                           | <b>9048294</b>            | <b>36537</b>            | <b>99.60%</b>                        | <b>0.40%</b>                       |

The resolution at item No. 2 passed with requisite majority at the 31st AGM.



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Resolution No.: 3

Type: Ordinary

Ratification of appointment of M/s.GHG Associates,Chartered Accountants as Auditors.

Whether Promoters/ Promoter Group are interested in the said resolution: No

| Shareholder Type               | Manner of Voting | Number of Shares held | Number of Votes polled | % of votes polled on outstanding shares | Number of Votes in favour | Number of Votes against | % of votes in favour on votes polled | % of votes against on votes polled |
|--------------------------------|------------------|-----------------------|------------------------|---|---------------------------|-------------------------|--------------------------------------|------------------------------------|
|                                |                  | 1                     | 2                      | (3) = (2/1*100)                         | 4                         | 5                       | (6) = (4/2*100)                      | (7) = (5/2*100)                    |
| Promoter and Promoter Group    | Evoting          | 7257128               | 7195333                | 99.15%                                  | 7195333                   | 0                       | 100.00%                              | 0.00%                              |
|                                | Poll             |                       | 0                      | 0.00%                                   | 0                         | 0                       | 0.00%                                | 0.00%                              |
| Public - Institutional Holders | Evoting          | 320978                | 284206                 | 88.54%                                  | 258506                    | 25700                   | 90.96%                               | 9.04%                              |
|                                | Poll             |                       | 0                      | 0.00%                                   | 0                         | 0                       | 0.00%                                | 0.00%                              |
| Public - Others                | Evoting          | 3865996               | 1377033                | 35.62%                                  | 1377028                   | 5                       | 100.00%                              | 0.00%                              |
|                                | Poll             |                       | 228259                 | 5.90%                                   | 228259                    | 0                       | 100.00%                              | 0.00%                              |
| <b>TOTAL</b>                   |                  | <b>11444102</b>       | <b>9084831</b>         | <b>79.38%</b>                           | <b>9059126</b>            | <b>25705</b>            | <b>99.72%</b>                        | <b>0.28%</b>                       |

The resolution at item No. 3 passed with requisite majority at the 31st AGM.

## Special Businesses:

Resolution No.: 4

Type: Ordinary

Appointment of Mr. Dinesh Raja Punniarumthy (DIN: 03622140), as an Independent Director.

Whether Promoters/ Promoter Group are interested in the said resolution: No

| Shareholder Type               | Manner of Voting | Number of Shares held | Number of Votes polled | % of votes polled on outstanding shares | Number of Votes in favour | Number of Votes against | % of votes in favour on votes polled | % of votes against on votes polled |
|--------------------------------|------------------|-----------------------|------------------------|---|---------------------------|-------------------------|--------------------------------------|------------------------------------|
|                                |                  | 1                     | 2                      | (3) = (2/1*100)                         | 4                         | 5                       | (6) = (4/2*100)                      | (7) = (5/2*100)                    |
| Promoter and Promoter Group    | Evoting          | 7257128               | 7195333                | 99.15%                                  | 7195333                   | 0                       | 100.00%                              | 0.00%                              |
|                                | Poll             |                       | 0                      | 0.00%                                   | 0                         | 0                       | 0.00%                                | 0.00%                              |
| Public - Institutional Holders | Evoting          | 320978                | 284206                 | 88.54%                                  | 284206                    | 0                       | 100.00%                              | 0.00%                              |
|                                | Poll             |                       | 0                      | 0.00%                                   | 0                         | 0                       | 0.00%                                | 0.00%                              |
| Public - Others                | Evoting          | 3865996               | 1377033                | 35.62%                                  | 1377028                   | 5                       | 100.00%                              | 0.00%                              |
|                                | Poll             |                       | 228259                 | 5.90%                                   | 228259                    | 0                       | 100.00%                              | 0.00%                              |
| <b>TOTAL</b>                   |                  | <b>11444102</b>       | <b>9084831</b>         | <b>79.38%</b>                           | <b>9084826</b>            | <b>5</b>                | <b>100.00%</b>                       | <b>0.00%</b>                       |

The resolution at item No. 4 passed with requisite majority at the 31st AGM.

Resolution No.: 5

Type: Ordinary

Appointment of Ms. Babita Singaram(DIN: 07482106), as an Independent Director.

Whether Promoters/ Promoter Group are interested in the said resolution: No

| Shareholder Type               | Manner of Voting | Number of Shares held | Number of Votes polled | % of votes polled on outstanding shares | Number of Votes in favour | Number of Votes against | % of votes in favour on votes polled | % of votes against on votes polled |
|--------------------------------|------------------|-----------------------|------------------------|---|---------------------------|-------------------------|--------------------------------------|------------------------------------|
| Promoter and Promoter Group    | Evoting          | 7257128               | 7195333                | 99.15%                                  | 7195333                   | 0                       | 100.00%                              | 0.00%                              |
|                                | Poll             |                       | 0                      | 0.00%                                   | 0                         | 0                       | 0.00%                                | 0.00%                              |
| Public - Institutional Holders | Evoting          | 320978                | 284206                 | 88.54%                                  | 284206                    | 0                       | 100.00%                              | 0.00%                              |
|                                | Poll             |                       | 0                      | 0.00%                                   | 0                         | 0                       | 0.00%                                | 0.00%                              |
| Public - Others                | Evoting          | 3865996               | 1377033                | 35.62%                                  | 1377033                   | 0                       | 100.00%                              | 0.00%                              |
|                                | Poll             |                       | 228259                 | 5.90%                                   | 228259                    | 0                       | 100.00%                              | 0.00%                              |
| <b>TOTAL</b>                   |                  | <b>11444102</b>       | <b>9084831</b>         | <b>79.38%</b>                           | <b>9084831</b>            | <b>0</b>                | <b>100.00%</b>                       | <b>0.00%</b>                       |

The resolution at item No. 5 passed with requisite majority at the 31st AGM.





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Resolution No.: 6

Type: Ordinary

Re-appointment of Mr. R.S. Ramani (DIN: 03206751)(DIN: 07482106), as the Whole-time Director.

Whether Promoters/ Promoter Group are interested in the said resolution: Yes

| Shareholder Type               | Manner of Voting | Number of Shares held | Number of Votes polled | % of votes polled on outstanding shares | Number of Votes in favour | Number of Votes against | % of votes in favour on votes polled | % of votes against on votes polled |
|--------------------------------|------------------|-----------------------|------------------------|---|---------------------------|-------------------------|--------------------------------------|------------------------------------|
|                                |                  | 1                     | 2                      | (3) = (2/1*100)                         | 4                         | 5                       | (6) = (4/2*100)                      | (7) = (5/2*100)                    |
| Promoter and Promoter Group    | Evoting          | 7257128               | 7195333                | 99.15%                                  | 7195333                   | 0                       | 100.00%                              | 0.00%                              |
|                                | Poll             |                       | 0                      | 0.00%                                   | 0                         | 0                       | 0.00%                                | 0.00%                              |
| Public - Institutional Holders | Evoting          | 320978                | 284206                 | 88.54%                                  | 258506                    | 25700                   | 90.96%                               | 9.04%                              |
|                                | Poll             |                       | 0                      | 0.00%                                   | 0                         | 0                       | 0.00%                                | 0.00%                              |
| Public - Others                | Evoting          | 3865996               | 1377033                | 35.62%                                  | 1377033                   | 0                       | 100.00%                              | 0.00%                              |
|                                | Poll             |                       | 228259                 | 5.90%                                   | 228259                    | 0                       | 100.00%                              | 0.00%                              |
| <b>TOTAL</b>                   |                  | <b>11444102</b>       | <b>9084831</b>         | <b>79.38%</b>                           | <b>9059131</b>            | <b>25700</b>            | <b>99.72%</b>                        | <b>0.28%</b>                       |

The resolution at item No. 6 passed with requisite majority at the 31st AGM.

Resolution No.: 7

Type: Ordinary

Approval of Related Party Transactions.

Whether Promoters/ Promoter Group are interested in the said resolution: Yes

| Shareholder Type               | Manner of Voting | Number of Shares held | Number of Votes polled | % of votes polled on outstanding shares | Number of Votes in favour | Number of Votes against | % of votes in favour on votes polled | % of votes against on votes polled |
|--------------------------------|------------------|-----------------------|------------------------|---|---------------------------|-------------------------|--------------------------------------|------------------------------------|
|                                |                  | 1                     | 2                      | (3) = (2/1*100)                         | 4                         | 5                       | (6) = (4/2*100)                      | (7) = (5/2*100)                    |
| Promoter and Promoter Group    | Evoting          | 7257128               | 7195333                | 99.15%                                  | 7195333                   | 0                       | 100.00%                              | 0.00%                              |
|                                | Poll             |                       | 0                      | 0.00%                                   | 0                         | 0                       | 0.00%                                | 0.00%                              |
| Public - Institutional Holders | Evoting          | 320978                | 284206                 | 88.54%                                  | 258506                    | 25700                   | 90.96%                               | 9.04%                              |
|                                | Poll             |                       | 0                      | 0.00%                                   | 0                         | 0                       | 0.00%                                | 0.00%                              |
| Public - Others                | Evoting          | 3865996               | 1377033                | 35.62%                                  | 1377033                   | 0                       | 100.00%                              | 0.00%                              |
|                                | Poll             |                       | 228259                 | 5.90%                                   | 228259                    | 0                       | 100.00%                              | 0.00%                              |
| <b>TOTAL</b>                   |                  | <b>11444102</b>       | <b>9084831</b>         | <b>79.38%</b>                           | <b>9059131</b>            | <b>25700</b>            | <b>99.72%</b>                        | <b>0.28%</b>                       |

The resolution at item No. 7 passed with requisite majority at the 31st AGM.

Resolution No.: 8

Type: Ordinary

To Create, Offer, Issue and allot equity shares ("Equity Shares") and/or Global Depository Receipts ("GDRs") and/or Americal Depository Receipts ("ADRs") ("Securities") in the course of domestic and/or international offerings representing either equity shares or a combination of the foregoing for an amount of not exceeding Rs.500 Crores (Rupees Five Hundred Crores only) inclusive of permissible green show option, for cash and at such premium/discount, as applicable, as the Board Deems fit to all eligible investors including but not limited to existing equity shareholders as on record date, residents and / or non residents, whether institutions, incorporated bodies foreign institutional investors, qualified institutional buyers through public issue and/or private placement and/or rights issue and /or preferential allotment and/or Qualified Institutional Placements ("QIP") and/or other permitted modes.

Whether Promoters/ Promoter Group are interested in the said resolution: No

| Shareholder Type               | Manner of Voting | Number of Shares held | Number of Votes polled | % of votes polled on outstanding shares | Number of Votes in favour | Number of Votes against | % of votes in favour on votes polled | % of votes against on votes polled |
|--------------------------------|------------------|-----------------------|------------------------|---|---------------------------|-------------------------|--------------------------------------|------------------------------------|
|                                |                  | 1                     | 2                      | (3) = (2/1*100)                         | 4                         | 5                       | (6) = (4/2*100)                      | (7) = (5/2*100)                    |
| Promoter and Promoter Group    | Evoting          | 7257128               | 7195333                | 99.15%                                  | 7195333                   | 0                       | 100.00%                              | 0.00%                              |
|                                | Poll             |                       | 0                      | 0.00%                                   | 0                         | 0                       | 0.00%                                | 0.00%                              |
| Public - Institutional Holders | Evoting          | 320978                | 284206                 | 88.54%                                  | 255356                    | 28850                   | 89.85%                               | 10.15%                             |
|                                | Poll             |                       | 0                      | 0.00%                                   | 0                         | 0                       | 0.00%                                | 0.00%                              |
| Public - Others                | Evoting          | 3865996               | 1377033                | 35.62%                                  | 1369346                   | 7687                    | 99.44%                               | 0.56%                              |
|                                | Poll             |                       | 228259                 | 5.90%                                   | 228259                    | 0                       | 100.00%                              | 0.00%                              |
| <b>TOTAL</b>                   |                  | <b>11444102</b>       | <b>9084831</b>         | <b>79.38%</b>                           | <b>9048294</b>            | <b>36537</b>            | <b>99.60%</b>                        | <b>0.40%</b>                       |

The resolution at item No. 8 passed with requisite majority at the 31st AGM.



# 8K Miles Software Services Limited

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Resolution No.: 9

Type: Ordinary

Approval for Sub- division of equity shares of Company from Face Value Rs. 10/- each to Rs. 5/-

| Shareholder Type               | Manner of Voting | Number of Shares held | Number of Votes polled | % of votes polled on outstanding shares | Number of Votes in favour | Number of Votes against | % of votes in favour on votes polled | % of votes votes against on polled |
|--------------------------------|------------------|-----------------------|------------------------|---|---------------------------|-------------------------|--------------------------------------|------------------------------------|
|                                |                  | 1                     | 2                      | (3) = (2/1*100)                         | 4                         | 5                       | (6) = (4/2*100)                      | (7) = (5/2*100)                    |
| Promoter and Promoter Group    | Evoting          | 7257128               | 7195333                | 99.15%                                  | 7195333                   | 0                       | 100.00%                              | 0.00%                              |
|                                | Poll             |                       | 0                      | 0.00%                                   | 0                         | 0                       | 0.00%                                | 0.00%                              |
| Public - Institutional Holders | Evoting          | 320978                | 284206                 | 88.54%                                  | 284206                    | 0                       | 100.00%                              | 0.00%                              |
|                                | Poll             |                       | 0                      | 0.00%                                   | 0                         | 0                       | 0.00%                                | 0.00%                              |
| Public - Others                | Evoting          | 3865996               | 1377033                | 35.62%                                  | 1377028                   | 5                       | 100.00%                              | 0.00%                              |
|                                | Poll             |                       | 228259                 | 5.90%                                   | 228259                    | 0                       | 100.00%                              | 0.00%                              |
| <b>TOTAL</b>                   |                  | <b>11444102</b>       | <b>9084831</b>         | <b>79.38%</b>                           | <b>9084826</b>            | <b>5</b>                | <b>100.00%</b>                       | <b>0.00%</b>                       |

The resolution at item No. 9 passed with requisite majority at the 31st AGM.

Resolution No.: 10

Type: Ordinary

Increase in Authorized Share Capital and Alteration of Capital Clause of Memorandum of Association of the Company.

Whether Promoters/ Promoter Group are interested in the said resolution: No

| Shareholder Type               | Manner of Voting | Number of Shares held | Number of Votes polled | % of votes polled on outstanding shares | Number of Votes in favour | Number of Votes against | % of votes in favour on votes polled | % of votes votes against on polled |
|--------------------------------|------------------|-----------------------|------------------------|---|---------------------------|-------------------------|--------------------------------------|------------------------------------|
|                                |                  | 1                     | 2                      | (3) = (2/1*100)                         | 4                         | 5                       | (6) = (4/2*100)                      | (7) = (5/2*100)                    |
| Promoter and Promoter Group    | Evoting          | 7257128               | 7195333                | 99.15%                                  | 7195333                   | 0                       | 100.00%                              | 0.00%                              |
|                                | Poll             |                       | 0                      | 0.00%                                   | 0                         | 0                       | 0.00%                                | 0.00%                              |
| Public - Institutional Holders | Evoting          | 320978                | 284206                 | 88.54%                                  | 284206                    | 0                       | 100.00%                              | 0.00%                              |
|                                | Poll             |                       | 0                      | 0.00%                                   | 0                         | 0                       | 0.00%                                | 0.00%                              |
| Public - Others                | Evoting          | 3865996               | 1377033                | 35.62%                                  | 1377033                   | 0                       | 100.00%                              | 0.00%                              |
|                                | Poll             |                       | 228259                 | 5.90%                                   | 228259                    | 0                       | 100.00%                              | 0.00%                              |
| <b>TOTAL</b>                   |                  | <b>11444102</b>       | <b>9084831</b>         | <b>79.38%</b>                           | <b>9084831</b>            | <b>0</b>                | <b>100.00%</b>                       | <b>0.00%</b>                       |

The resolution at item No. 10 passed with requisite majority at the 31st AGM.

Resolution No.: 11

Type: Ordinary

Approval for issue of Bonus shares of Company of Face Value of Rs. 5/- each in ratio of 1:3

Whether Promoters/ Promoter Group are interested in the said resolution: Yes, to the extent of their shareholding in the company and the proposed allotment.

| Shareholder Type               | Manner of Voting | Number of Shares held | Number of Votes polled | % of votes polled on outstanding shares | Number of Votes in favour | Number of Votes against | % of votes in favour on votes polled | % of votes votes against on polled |
|--------------------------------|------------------|-----------------------|------------------------|---|---------------------------|-------------------------|--------------------------------------|------------------------------------|
|                                |                  | 1                     | 2                      | (3) = (2/1*100)                         | 4                         | 5                       | (6) = (4/2*100)                      | (7) = (5/2*100)                    |
| Promoter and Promoter Group    | Evoting          | 7257128               | 7195333                | 99.15%                                  | 7195333                   | 0                       | 100.00%                              | 0.00%                              |
|                                | Poll             |                       | 0                      | 0.00%                                   | 0                         | 0                       | 0.00%                                | 0.00%                              |
| Public - Institutional Holders | Evoting          | 320978                | 284206                 | 88.54%                                  | 284206                    | 0                       | 100.00%                              | 0.00%                              |
|                                | Poll             |                       | 0                      | 0.00%                                   | 0                         | 0                       | 0.00%                                | 0.00%                              |
| Public - Others                | Evoting          | 3865996               | 1377033                | 35.62%                                  | 1377033                   | 0                       | 100.00%                              | 0.00%                              |
|                                | Poll             |                       | 228259                 | 5.90%                                   | 228259                    | 0                       | 100.00%                              | 0.00%                              |
| <b>TOTAL</b>                   |                  | <b>11444102</b>       | <b>9084831</b>         | <b>79.38%</b>                           | <b>9084831</b>            | <b>0</b>                | <b>100.00%</b>                       | <b>0.00%</b>                       |

The resolution at item No. 11 passed with requisite majority at the 31st AGM.

