

Proceedings of the 16th Annual General Meeting of the Company pursuant to Regulation 30 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015

The 16th Annual General Meeting ("AGM" or "meeting") of the Members of TEAMLEASE SERVICES LIMITED held on Tuesday the 2 August, 2016, at 3.00 PM at Hotel Rangsharda, Near Lilvati Hospital, KC Marg, Bandra Reclamation Flyover, Bandra West, Mumbai 400050.

In the absence of Mr. Manish Sabharwal, Chairman of the Board Mr. Ashok Kumar Nedurumalli, Managing Director of the company was elected to chair the meeting. He welcomed the Members present at the meeting and introduced his fellow colleagues on the dais. The requisite quorum being present, the Chairman called the meeting to order. Along with Mr. Ashok Kumar Nedurumalli, Mrs. Latika Pradhan, Independent Director and Chairperson of Audit Committee was present at the meeting. Other Directors of the Company expressed their inability to attend the meeting due to their pre-scheduled meetings.

As per the attendance records, 33 Members including 7 proxies and 4 Authorized representatives were present. The Chairman informed the Members that the Statutory Registers, ESOP Certificate issued by Price Waterhouse & Co, Bangalore LLP, Statutory Auditors and relevant documents referred to in the Notice of the 16th AGM are available for inspection by the Members at the AGM. It was further informed that, there are no qualifications, observations or comments in the Auditors' Reports on the Financial Statements (Standalone and Consolidated) and in the Secretarial Audit Report for the financial year ended March 31, 2016. The Notice of the 16th AGM, Report of Board of Directors, Auditors' Reports and Secretarial Audit Report were taken as read with the permission of the Members present.

The Chairman stated that the Company had provided the Members the facility to cast their vote electronically (Remote E-Voting), on all the resolutions set forth in the Notice of the 16th AGM. Members who were present at the 16th AGM and had not cast their vote through Remote E-Voting were provided an opportunity to cast their votes at the Meeting through InstaPoll. It was also informed to the Members that there would be no voting by "Show of Hands".

Thereafter, the Chairman delivered his speech.

The following items of business as laid down in the Notice of 16th AGM dated June 13, 2016, were transacted at the meeting:

- a. Adoption of the Audited Financial Statements (both Stand alone and Consolidated) of the Company for the financial year ended March 31, 2016, together with the Reports of the Board of Directors and the Auditors thereon.
- b. Re-appointment of Mr. Ashok Kumar Nedurumalli (DIN Number 00151814) as a Director, liable to retire by rotation
- c. Re-appointment of Price Waterhouse & Co. Bangalore LLP (Firm Registration No. 0075675/S-200012) as the Statutory Auditors of the Company from the conclusion of the ensuing AGM till the conclusion of the next AGM of the Company to be held in the year 2017.



The Chairman then invited the Members to offer their comments, make observations and seek clarifications, if any, on the Reports and Financial Statements. Accordingly, the clarifications were provided to the queries raised by the Members.

The Board of Directors had appointed Mr. Mukesh Siroya & Co., Practicing Company Secretary, as the Scrutinizer for the remote E-voting and Insta Poll process at the 16th AGM. The Chairman authorised Mr. C Mruthunjaya Murthy, Company Secretary to collect the Scrutinizer's Report and to declare the results of voting.

The Scrutinizer's Report was received on 03 August, 2016 and accordingly all the Ordinary Resolutions as set out in the Notice of the 16th AGM were declared as passed with the requisite majority.

Details of results of E-voting and Poll pursuant to Regulation 44(3) of the SEBI (Listing Obligations & Requirements) Regulations, 2015

Sl. No	Description					
A	Date of AGM					02-08-2016
B	Book closure date					27-07-2016 to 01-08-2016 (both days inclusive)
	Record Date					26-07-2016
C	Total number of shareholders on record date					4896
D	No of shareholders present in the meeting either in person or through proxy					33
	Shareholders	Present in person	Present through proxy	Total	Shares	% to capital
	Promoter and promoter group ()	4	0	4	6359441	37.19674
	Public	22	7	29	752862	4.40353
	Total	26	7	33	7112303	41.60027
E	No. of shareholders attended the meeting through video conferencing: No video conferencing facility was made available.					



ANNEXURE - B

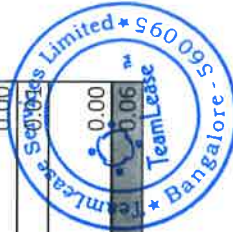
Date of the AGM/EGM	02-08-2016
Total number of shareholders on record date	4896
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	4
Public:	22
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	0
Public:	0

Resolution required: (Ordinary/ Special)		ORDINARY - Adoption of financial statements (including the consolidated financial statements)						
Whether promoter/ promoter group are interested in the agenda/resolution?		Yes						
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	7798650	6281979	80.55	6281979	0	100.00	0.00
	Poll	7798650	131442	1.69	131442	0	100.00	0.00
	Postal Ballot (if applicable)	7798650	0	0.00	0	0	0.00	0.00
Public- Institutions	E-Voting	4692589	3665772	78.12	3665772	0	100.00	0.00
	Poll	4692589	0	0.00	0	0	0.00	0.00
	Postal Ballot (if applicable)	4692589	0	0.00	0	0	0.00	0.00
Public- Non Institutions	E-Voting	4605530	811119	17.61	811119	0	100.00	0.00
	Poll	4605530	58775	1.28	58772	3	99.99	0.01
	Postal Ballot (if applicable)	4605530	0	0.00	0	0	0.00	0.00
Total		17096769	10949087	64.04	10949084	3	100.00	0.00



ORDINARY - Appointment of Mr. Ashok Kumar Nedurumalli as a director liable to retire by rotation									
Resolution required: (Ordinary/ Special)									
Whether promoter/ promoter group are interested in the agenda/resolution?									
Yes									
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	7798650	6281979	80.55	6281979	0	100.00	0.00	
	Poll	7798650	131442	1.69	131442	0	100.00	0.00	
	Postal Ballot (if applicable)								
Public- Institutions	E-Voting	7798650	0	0.00	0	0	0.00	0.00	
	Poll	4692589	3866534	82.40	3866534	0	100.00	0.00	
	Postal Ballot (if applicable)	4692589	0	0.00	0	0	0.00	0.00	
Public- Non Institutions	E-Voting	4692589	0	0.00	0	0	0.00	0.00	
	Poll	4605530	804590	17.47	804590	0	100.00	0.00	
	Postal Ballot (if applicable)	4605530	58775	1.28	58547	228	99.61	0.39	
Total		17096769	11143320	65.18	11143092	228	100.00	0.00	

ORDINARY - Appointment of Auditors									
Resolution required: (Ordinary/ Special)									
Whether promoter/ promoter group are interested in the agenda/resolution?									
Yes									
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	7798650	6281979	80.55	6281979	0	100.00	0.00	
	Poll	7798650	131442	1.69	131442	0	100.00	0.00	
	Postal Ballot (if applicable)								
Public- Institutions	E-Voting	7798650	0	0.00	0	0	0.00	0.00	
	Poll	4692589	3678801	78.40	3672495	6306	99.83	0.17	
	Postal Ballot (if applicable)	4692589	0	0.00	0	0	0.00	0.00	
Public- Non Institutions	E-Voting	4692589	0	0.00	0	0	0.00	0.00	
	Poll	4605530	811119	17.61	811119	0	100.00	0.00	
	Postal Ballot (if applicable)	4605530	58775	1.28	58772	3	99.99	0.00	
Total		17096769	10962116	64.12	10955807	6309	99.94	0.06	



M Siroya and Company
Company Secretaries

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CONSOLIDATED SCRUTINIZER'S REPORT
(REMOTE E-VOTING & INSTA POLL)

[Pursuant to Section 108 and 109 of the Companies Act, 2013 and applications Rules and Regulation 44 of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015 ("SEBI Listing Regulations")]

To,

The Chairman of 16th Annual General Meeting ("AGM") of the Equity Shareholders of TeamLease Services Limited (CIN: U74140MH2000PLC124003) held on Tuesday, August 02, 2016 at 3.00 PM at Hotel Rangsharda, Near Lilavati Hospital, KC Marg, Bandra Reclamation Flyover, Bandra(West), Mumbai -400050, Maharashtra, India.

Dear sir,

1. I, Mukesh Siroya, Proprietor, M Siroya and Company, Practicing Company Secretary, having office at A-103, Samved Building (Madhukunj), Near Ekta Bhoomi Gardens, Rajendra Nagar, Borivali (E), Mumbai- 400066 have been appointed as a Scrutinizer by the Board of Directors of **TeamLease Services Limited** (the "Company") for the purpose of:

(i) Scrutinizing the e-voting process ("remote e-voting") under the provisions of Section 108 of The Companies Act, 2013 ("the 2013 Act") read with Rule 20 of the Companies (Management and Administration) Rules, 2014 as amended ("Rules") and the provisions of Regulation 44 of the SEBI (Listing Obligations & Disclosure Requirement) Regulations, 2015 ("SEBI Listing Regulations")

(ii) Poll through electronic voting system ("Insta Poll") under the provisions of the Section 109 of the Companies Act, 2013 read with Rule 21 of the Companies (Management and Administration) Rules, 2014 on the resolutions contained in the notice to the AGM of the Equity Shareholders of the Company, held on Tuesday, August 02, 2016 at 3.00 PM at Hotel Rangsharda, Near Lilavati Hospital, KC Marg, Bandra Reclamation Flyover, Bandra(West), Mumbai- 400050, Maharashtra, India.

2. The management of the Company is responsible to ensure the compliance with the requirement of the Companies Act, 2013 and Rules relating to voting through electronic means [i.e. by remote e-voting and voting by Poll by using an electronic voting system (Insta Poll) at the AGM] for the resolutions contained in the Notice the 16th AGM of the Equity Shareholders of the Company. My responsibility as a Scrutinizer for the voting process of voting through electronic means (i.e. by remote e-voting and Insta Poll at AGM) is restricted to make a Consolidated Scrutinizer's Report of the votes cast "in favor" or "against" the resolutions stated in the AGM Notice, based on the report generated from the e-voting system and Insta Poll provided by Karvy Computershare Private Limited ("Karvy") the Agency Authorized under the Rules and engaged by the Company to provide e-voting facilities for voting through electronic means and Insta Poll at the venue of the AGM.



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Results of E-Voting and Insta Poll of M/s. TeamLease Services Limited

Item No. 1:

Consider and adopt the Audited Financial Statements (including the Consolidated Financial Statements) of the Company for the Financial Year ended March 31, 2016 and the Reports of the Board of Directors ("the Board") and Auditors thereon.

Passed as Ordinary Resolution as follows:

Mode of Voting	Total Valid Polls Received & Valid e-voting casted (3) + (6)	Favour			Against			Total % of Valid Votes in Favour & Against (5) + (8)
		Number Of Polls & e-Voting	Number Of Shares Voted	%	Number Of Polls & e-Voting	Number Of Shares Voted	%	
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
Insta Poll	20	17	190214	99.998	3	3	0.001	100
E-Voting	66	66	10758870	100	0	0	0	100
Total	86	83	10949084	100%	3	3	0.00%	-

Details of Invalid Votes:

Mode of Voting	Number Of Shares
Insta Poll	0
E-Voting	0
Total	0



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Item No. 2:

Re-appointment of Mr. Ashok Kumar Nedurumalli (DIN: 00151814) as a director, who retires by rotation and being eligible offers himself for re-appointment.

Passed as Ordinary Resolution as follows:

Mode of Voting	Total Valid Polls Received & Valid e-voting casted (3) + (6)	Favour			Against			Total % of Valid Votes in Favour & Against (5) + (8)
		Number Of Polls & e-Voting	Number Of Shares Voted	%	Number Of Polls & e-Voting	Number Of Shares Voted	%	
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
Insta Poll	20	16	189989	99.88	4	228	0.12	100
E-Voting	74	74	10953103	100	0	0	0	100
Total		90	11143092	99.998	4	228	0.002	-

Details of Invalid Votes:

Mode of Voting	Number Of Shares
Insta Poll	0
E-Voting	0
Total	0



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Item NO. 3:

Ratify the appointment of M/s. Price Waterhouse & Co Bangalore LLP, Chartered Accountants, (Firm Registration Number – 007567S/S-200012) as the Statutory Auditors of the Company for the financial year ending March 31, 2017.

Mode of Voting	Total Valid Polls Received & Valid e-voting casted (3) + (6)	Favour			Against			Total % of Valid Votes in Favour & Against (5) + (8)
		Number Of Polls & e-Voting	Number Of Shares Voted	%	Number Of Polls & e-Voting	Number Of Shares Voted	%	
(1)	(2)	(3)	(4)	(5)	(6)	(7)	(8)	(9)
Insta Poll	20	17	190214	99.998	3	3	0.002	100
E-Voting	68	67	10765593	99.94	1	6306	0.06	100
Total	88	84	10955807	99.94	4	6309	0.06	-

Details of Invalid Votes:

Mode of Voting	Number Of Shares
Insta Poll	0
E-Voting	0
Total	0



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3. The electronic data and all other relevant records relating to a e-voting and Insta Poll are under my safe custody and will be handed over to the Company Secretary for preserving safely after the Chairman considers, approves and signs the Minutes of the AGM.

Thanking you,

Yours faithfully,

For M Siroya and Company
Company Secretaries



Mukesh Siroya
Company Secretary
Membership No. FCS 5682, CP No. 4157



Place: Mumbai

Date: 3rd August, 2016

Annual Report 2015-16



TeamLeaseTM
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