

April 25, 2014

Corporate Relations Dept.,
BSE Limited
P. J. Towers,
Dalal Street,
Mumbai – 400 001

Listing Dept.,
National Stock Exchange of India Limited
Exchange Plaza,
Bandra Kurla Complex,
Bandra (E), Mumbai – 400 051

Dear Sir,

Sub: Results of Postal Ballot for passing of special resolution for sale of National Bulk Handling Corporation Limited

We wish to inform you that the Special Resolution for sale of National Bulk Handling Corporation Limited, has been passed through Postal Ballot, with 99.95% majority.

Please find attached herewith:

1. The Results of the Postal Ballot declared today and
2. Certified True Copy of the Special Resolution passed.

You are requested to take the information on record and acknowledge receipt.

Thanking you,

Yours faithfully,

For Financial Technologies (India) Limited



Hariraj Chouhan

Vice President and Company Secretary



Cc: Madras Stock Exchange Limited
Ahmedabad Stock Exchange Limited

Financial Technologies (India) Ltd.

Corporate Office: FT Tower, CTS No. : 256 & 257, Suren Road, Chakala, Andheri (East), Mumbai – 400 093.
▪ Tel.: +91-22-6686 8010 ▪ Fax: +91-22-6686 8050 ▪ Email: solutions@ftindia.com ▪ Website: www.ftindia.com
Registered Office: Shakti Tower - 1, 7th floor, Premises E, 766, Anna Salai, Thousand Lights, Chennai - 600 002.

CIN: L29142TN1988PLC015586

RESULTS OF THE POSTAL BALLOT

Pursuant to the provisions of Section 192A of the Companies Act, 1956, read with Companies (Passing of Resolution by Postal Ballot) Rules, 2011, the approval of the shareholders was sought for passing of the Special Resolution for the Sale of National Bulk Handling Corporation Limited (NBHC), a subsidiary of the Company, by way of Postal Ballot.

Mr. B. Narsimhan, Partner KBNT & Associates, Mumbai, Practicing Company Secretaries, was appointed as the Scrutinizer for conducting the Postal Ballot process in a fair and transparent manner.

The Scrutinizer submitted his report on the postal ballot and the following results were announced on April 25, 2014 by the Chairman and Managing Director at the Corporate Office of the Company:

Total No. of Shareholders	58241		
Total No. of Shares	46078537		
Receipt of Postal Ballot Forms	From March 21,2014 till April 21,2014		
		Number of Votes	Number of Shares
Total votes cast through e-Voting	A	243	21244020
Total Votes Cast through Postal Ballot Forms Received	B	436	1152367
Grand Total of e-Voting/Postal Ballot Form (A+B)	C	679	22396387
Less: Invalid e-Voting/ Postal Ballot Forms (On account of signature mismatch, for/against option not indicated)	D	34	2389
Net e-Voting/ Postal Ballot Forms (C-D)*	E	645	22393998
Valid e-Voting/ Postal Ballot Forms	F	650	22393998

** There are 5 cases in e-Voting where the shareholders have voted partly in favour and partly against.*



Accordingly, the Special Resolution for the Sale of National Bulk Handling Corporation Limited (NBHC), a subsidiary of the Company, has been passed by the 99.95% majority.

Pursuant to Clause 35A of the Listing Agreement, details regarding Postal Ballot result are as follows:

Date of the AGM/EGM	N.A. However, Postal Ballot result declared on April 25, 2014
Total number of shareholders on record date/cut-off date	58241
No. of Shareholders present in the meeting either in person or through proxy	NA
No. of Shareholders attended the meeting through Video Conferencing	NA
Details of Agenda	
Resolution required	Special Resolution
Mode of voting	Postal Ballot including E - voting

Summary of Postal Ballot:

Promoter /Public	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	21025878	21024514	99.99	21024514	0	100	0
Public-Institutional holders	9978710	433782	4.34	431987	1795	99.59	0.41
Public-others	15073949	938091	6.22	929678	6024	99.10	0.64
Total	46078537	22396387	48.60	22386179	7819	99.95	0.03

Percentage of votes cast in favour: 99.95%

Percentage of votes cast against: 0.03%

The same has been also been displayed on the website of the Company www.ftindia.com.



CERTIFIED TRUE COPY OF THE SPECIAL RESOLUTION PASSED BY THE SHAREHOLDERS OF THE COMPANY BY WAY OF POSTAL BALLOT, THE RESULTS OF WHICH WERE DECLARED ON APRIL 25, 2014.

“RESOLVED THAT pursuant to Section 192A of the Companies Act, 1956 read with the Companies (Passing of the Resolution by Postal Ballot) Rules, 2011 and other applicable provisions, if any, of the Companies Act, 1956 and the Companies Act, 2013, (including any statutory modifications or re-enactments thereof for the time being in force) and the Memorandum and Articles of Association of the Company and subject to compliance of all applicable laws and regulations and such permissions, approvals, consents and sanctions as may be necessary from the concerned statutory/regulatory authorities and subject to such other terms and conditions as may be imposed by them, the consent of the Company be and is hereby accorded to the Board of Directors ("the Board" which expression shall also include a committee of Directors constituted and authorized for purposes mentioned hereof) to sell/transfer or otherwise dispose of the whole or substantially the whole of the undertakings(s) / investment / shares held by the Company in National Bulk Handling Corporation Limited ('NBHC'), subsidiary of the Company to IVF Trustee Company Pvt. Limited for a consideration and such other terms and conditions as approved by the Board.

RESOLVED FURTHER THAT any one Director and/or the Company Secretary of the Company be made responsible for the entire postal ballot process and that they are hereby severally authorised to take all incidental and necessary steps for and on behalf of the Company and to settle all questions or queries that may arise in the course of implementing this resolution and to delegate all or any of powers conferred herein as they may deem fit.”

For Financial Technologies (India) Limited



Hariraj Chouhan
Vice President and Company Secretary

