

CIN: L63090TN2000PLC046338

August 28, 2015

TAKE/BSE/2015-16

TAKE/NSE/2015-16

 The Manager
 Dept. of Corporate Services-Listing
 Bombay Stock Exchange Limited,
 P. J. Towers, Dalal Street,
 Mumbai - 400001

 The Manager-Listing Department
 National Stock Exchange of India Limited
 Exchange Plaza,
 Bandra - Kurla Complex, Bandra (East),
 Mumbai - 400051

Dear Sir,

Sub: Clause No: 35A of the Listing Agreement- Voting Rights


As required under Clause 35- A of the Listing Agreement, please find below the details of the Eighth Annual General Meeting held on August 28, 2015. The Members of the Company transacted the business as detailed in the annexure:

Sl. No	Description	Particulars		
1	Date of Annual General Meeting	August 28, 2015		
2	Cut-off Date	August 21, 2015		
3	Total Number of Shareholders as on Cut-off Date i.e. August 21, 2015	18,437		
4	No. of shareholders present in the meeting either in person or through proxy:			
	Shareholders	In Person	Proxy	Total
	Promoters and Promoter Group	5	0	5
	Public	102	1	103

The Annual General Meeting of the Members of the Company was held on Friday, 28th August 2015 at 10.00 P.M. at Narada Gana Shaba, Mini Hall, TTK Road, Alwarpet, Chennai 600 018. The mode of voting was conducted by the way of e-voting and poll. The Shareholders transacted the business as provided in the Annexure. All the 7 resolutions placed before the Shareholders have been passed with requisite majority.

We also enclose the Scrutinizer Report for your records.

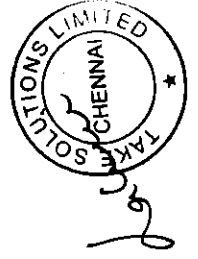
Thanking you,
 Yours faithfully,
 For TAKE Solutions Limited,


 Lakshmi. C. M,
 Company Secretary

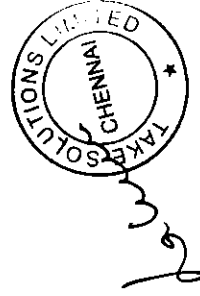


The requisite disclosures as per the Clause 35A of the Listing Agreement:

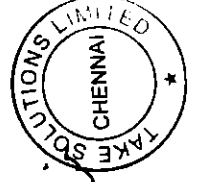
Resolution No.1	Promoter/ Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
To receive, consider and adopt the Audited Financial Statement, Reports of the Board and Auditors for the financial year ended March 31, 2015.	Promoter and Promoter Group	83672200	73742266	88.13	73742266	0	100	0
	Public - Institutional holders	3791016	3277227	86.45	3277227	0	100	0
	Public-Others	34936784	2618409	7.49	2618409	0	100	0
	Total	122400000	79637902	65.06	79637902	0	100	0



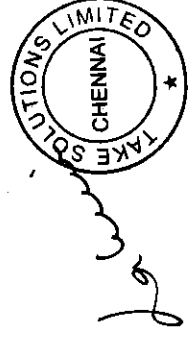
Resolution No.2	Promoter/ Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. of Votes – against	% of Votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
To confirm the payment of two (2) Interim Dividends of 30% each and to declare a final Dividend of 40% for the Financial Year 2014-15.	Promoter and Promoter Group	83672200	73742266	88.13	73742266	0	100	0
	Public - Institutional holders	3791016	3277227	86.45	3277227	0	100	0
	Public-Others	34936784	2618409	7.49	2618409	0	100	0
	Total	122400000	79637902	65.06	79637902	0	100	0
Resolution No.3 To appoint a Director in place of Mr. S. Srinivasan, (DIN 00014652) who retires by rotation in terms of Section 152(6) of the Companies Act, 2013 at this Annual General Meeting and being eligible, offers himself for re-appointment.	Promoter/ Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. 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	83672200	73742266	88.13	73742266	0	100	0
	Public - Institutional holders	3791016	3277227	86.45	3277227	0	100	0
	Public-Others	34936784	2618409	7.49	2618398	11	99.9996	0.0004
	Total	122400000	79637902	65.06	79637891	11	100	1E-05



Resolution No. 4	Promoter/ Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. 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
To appoint Auditors to hold office from the conclusion of this Annual General Meeting till the conclusion of next Annual General Meeting and fix their remuneration	Promoter and Promoter Group	83672200	73742266	88.13	73742266	0	100	0
	Public - Institutional holders	3791016	3277227	86.45	3277227	0	100	0
	Public-Others	34936784	2618409	7.49	2618399	10	99.9996	0.0004
		122400000	79637902	65.06	79637892	10	100	0E+00
Resolution No. 5	Promoter/ Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. 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
Appointment of Ms. Uma Ratnam Krishnan (DIN 00370425) as an Independent Director.	Promoter and Promoter Group	83672200	73742266	88.13	73742266	0	100	0
	Public - Institutional holders	3791016	3277227	86.45	3277227	0	100	0
	Public-Others	34936784	2618409	7.49	2618408	1	99.99996	0.00004
		122400000	79637902	65.06	79637901	1	100	1.25568E-06



Resolution No. 6	Promoter/ Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. 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
Realigning of Articles of Association in terms of Companies Act, 2013.	Promoter and Promoter Group	83672200	73742266	88.13	73742266	0	100	0
	Public - Institutional holders	3791016	3277227	86.45	3277227	0	100	0
	Public-Others Total	34936784 122400000	2618409 79637902	7.49 65.06	2618409 79637902	0 0	100 100	0 0
Resolution No. 7	Promoter/ Public	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares	No. of Votes – in favour	No. 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
Further Issue of Securities.	Promoter and Promoter Group	83672200	73742266	88.13	73742266	0	100	0
	Public - Institutional holders	3791016	3277227	86.45	2408240	868987	73	27
	Public-Others Total	34936784 122400000	2618409 79637902	7.49 65.06	2618408 78768914	1 868988	99.999996 99	0.00004 1.09





M Alagar & Associates
Company Secretaries in Practice

Consolidated Scrutinizer's Report

(Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies [Management and Administration] Rules, 2014)

To,

The Chairman,
Take Solutions Limited
(CIN:L63090TN2000PLC046338)
8B, Adyar Club Gate Road,
Chennai – 600 028.

Dear Sir,

I, **M. Alagar, Practising Company Secretary**, appointed as **Scrutinizer** by the Company on May 15, 2015 for the remote e-voting process for passing the items on the agenda as contained in the Notice dated May 15, 2015 and for the purpose of the poll taken at 14th Annual General Meeting of the Equity Shareholders of Take Solutions Limited, held on Friday the August 28, 2015 at 10.00 A.M. at Narada Gana Shaba, Mini Hall, TTK Road, Alwarpet, Chennai 600 018.

Accordingly, I submit the report, on the completion of remote e-voting process and voting through polling paper, as under;

1. In terms of Clause 35B of the Listing Agreement and provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of The Companies (Management & Administration) Rules, 2014 ('the Rules'), I was appointed as Scrutinizer by the Company on **May 15, 2015** to the e-voting process for passing the items on the agenda as contained in the Notice dated **May 15, 2015**
2. Pursuant to the above said Notice, **August 21, 2015** was fixed as cut-off date for the purpose of E-voting by the shareholders of the Company.
3. In terms of the aforesaid Notice, E-Voting was open for three days from 09:00 a.m. on Tuesday, August 25, 2015 to 05:00 p.m. on Thursday, August 27, 2015 (both days inclusive) and members were requested to cast their votes electronically conveying their Assent or Dissent in respect of the Ordinary/Special Resolutions, on e-Voting platform provided by Central Depository Services Limited ('CDSL').
4. Based on the results made available to me, 40 members have cast their votes on the e-voting platform and I have annexed with this Report, the details of the e-Voting Results for each of the Seven (07) agenda items contained in the said Notice.
5. At the 14th AGM, after declaration of poll by the Chairperson, one ballot box kept for polling was locked in my presence with due identification marks placed by me.



No.21-B, 1st Floor, ARK Colony, Ekkams Road, Alwarpet, Chennai - 600 018.
Mobile : 9003199947, Email: m.alagar@alagarassociates@gmail.com

6. The locked ballot box was subsequently opened in my presence along with two witnesses 1. Mr. R.V:Suresh Babu and 2. Ms. S.Rukmani who is not in the employment of the Company and poll papers were diligently scrutinized.
7. The poll papers, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.
8. Based on the report generated from the e-voting website of CDSL and voting through polling paper at the 14th AGM, the consolidated report on each resolution is given hereunder.

Consolidated Summary – Voting Result

1. A consolidated summary of the e-voting and poll for **Resolution No.1 - To receive, consider and adopt:**

- a. **The Audited financial Statement of the Company for the Financial Year ended March 31, 2015 together with the Reports of the Board of Directors and Auditors thereon.**
- b. **The Consolidated Financial Statements of the Company for the Financial Year ended March 31, 2015 together with the Reports of the Auditor's thereon (Ordinary Resolution) is given below:**

S.No	Particulars	Total	Assent	Dissent
1.	Total number of valid votes - e-voting	79637821	79637821	Nil
2.	Total of number of valid votes – poll at AGM	81	81	Nil
3.	Total of above (1+2)	79637902	79637902	Nil
4.	% of valid votes cast		100%	Nil

2. A consolidated summary of the e-voting and poll for **Resolution No.2 - To confirm the payment of two(2) Interim Dividends of 30% each and to declare a final dividend of 40% for the Financial Year 2014-15. (Ordinary Resolution) is given below:**

S.No	Particulars	TOTAL	Assent	Dissent
1.	Total number of valid votes - e-voting	79637821	79637821	Nil
2.	Total of number of valid votes – poll at AGM	81	81	Nil
3.	Total of above (1+2)	79637902	79637902	Nil
4.	% of valid votes cast		100%	Nil



3. A consolidated summary of the e-voting and poll for **Resolution No.3 - To appoint a Director in place of Mr.S.Srinivasan, (DIN 00014652) who retires by rotation in terms of Section 152 (6) of the Companies Act, 2013 at this Annual General Meeting and being eligible, offers himself for re-appointment (Ordinary Resolution)** is given below:

S.No	Particulars	Total	Assent	Dissent
1.	Total number of valid votes - e-voting	79637821	79637820	1
2.	Total of number of valid votes – poll at AGM	81	71	10
3.	Total of above (1+2)	79637902	79637891	11
4.	% of valid votes cast		100%	0.00

4. A consolidated summary of the e-voting and poll for **Resolution No.4 – Ratification of the appointment of M/s. Sundar Srini & Sridhar, Chartered Accountants, (ICAI Registration No. 0042015), as a statutory Auditors of the Company for the year 2015-16 (Ordinary Resolution)** is given below:

S.No	Particulars	Total	Assent	Dissent
1.	Total number of valid votes - e-voting	79637821	79637821	Nil
2.	Total of number of valid votes – poll at AGM	81	71	10
3.	Total of above (1+2)	79637902	79637891	10
4.	% of valid votes cast		100%	0.00

5. A consolidated summary of the e-voting and poll for **Resolution No.5 – Appointment of Ms. Uma Ratnam Krishnan (DIN 00370425) as an Independent Director of the Company(Ordinary Resolution)** is given below:

S.No	Particulars	Total	Assent	Dissent
1.	Total number of valid votes - e-voting	79637821	79637820	1
2.	Total of number of valid votes – poll at AGM	81	81	0
3.	Total of above (1+2)	79637902	79637901	1
4.	% of valid votes cast		100%	0.00



6. A consolidated summary of the e-voting and poll for **Resolution No.6 – Realignment of Articles of Association in terms of the Companies Act, 2013 (Special Resolution)** is given below:

S.No	Particulars	Total	Assent	Dissent
1.	Total number of valid votes - e-voting	79637821	79637821	Nil
2.	Total of number of valid votes – poll at AGM	81	81	Nil
3.	Total of above (1+2)	79637902	79637902	Nil
4.	% of valid votes cast		100%	Nil

7. A consolidated summary of the e-voting and poll for **Resolution No.7 – Further Issue of Securities(Special Resolution)** is given below:

S.No	Particulars	Total	Assent	Dissent
1.	Total number of valid votes - e-voting	79637821	78768833	868988
2.	Total of number of valid votes – poll at AGM	81	81	Nil
3.	Total of above (1+2)	79637902	78768914	868988
4.	% of valid votes cast		98.91%	1.09%

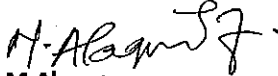
You may accordingly declare the result of the e-voting and poll.

The Register, all other papers and relevant records relating to remote e-voting and voting by polling paper at the 14th AGM shall remain in the safe custody until the chairperson considers, approves and signs the minutes of the aforesaid Annual General Meeting and thereafter the same will be handed over to the Company Secretary for the safe keeping.

Thanking you,

Yours truly,

For M.Alagar & Associates


M.Alagar
F.C.S. – 7488 C.P No. 8196



Date: August 28, 2015

Place: Chennai