

INTELLECT/SEC/2016-17

July 22, 2016

1. **The National Stock Exchange of India Ltd.,**
Exchange Plaza, 5th Floor, Plot No. C/1, G Block, Bandra Kurla Complex,
Bandra (E), Mumbai – 400 051.
2. **The Bombay Stock Exchange Ltd.**
1st Floor, New Trade Ring, Rotunda Building, PJ Towers,
Dalal Street, Fort, Mumbai – 400 001.

Dear Sirs,

Sub: **05th Annual General Meeting Voting Results and Scrutiniser's Report**

In continuation to our letter dated June 24, 2016 and July 18, 2016, 05th Annual General Meeting of the Company was held on July 21, 2016 and the business as mentioned in the Notice dated June 11, 2016 were transacted.

a) Voting results as required under Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

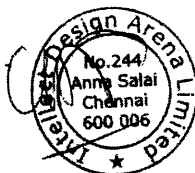
b) Report of Scrutinizer dated July 22, 2016, Pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4)(xii) of the Companies (Management and Administration) Rules, 2014.

Kindly take the above information on record.

Thanking you,
for Intellect Design Arena Limited


V V Naresh

Company Secretary and Compliance Officer
Encl : as above



Intellect Design Arena Limited

Registered Office: 244 Anna Salai, Chennai - 600 006, India | Ph: +91-44-3987 4000, 3984 3400 | Fax: +91-44-2852 3280

Corporate Headquarters: SIPCOT IT Park Siruseri, Chennai - 600 130, India. | Ph: +91-44-3341 8000

www.intellectdesign.com

INTELLECT DESIGN ARENA LTD	
Date of the AGM/EGM	21-07-2016
Total number of shareholders on record date	60345
No. of shareholders present in the meeting either in person or	
Promoters and Promoter Group:	4
Public:	1220
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	0
Public:	0

Resolution required: (Ordinary/ Special)		ORDINARY - 01. Adoption of Financial statements						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
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	33108830	30984833	93.5848	30984833	0	100.0000	0.0000
	Poll		2077447	6.2746	2077447	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
Public- Institutions	E-Voting	18168020	9150741	50.3673	9150741	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	E-Voting	49759322	9877889	19.8513	9877889	0	100.0000	0.0000
	Poll		38576	0.0775	38576	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
Total		101036172	52129486	51.5949	52129486	0	100.0000	0.0000

Resolution required: (Ordinary/ Special)		ORDINARY - 02. Re-appointment of Mr. Anil Kumar Verma who retires by rotation						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
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	33108830	30984833	93.5848	30984833	0	100.0000	0.0000
	Poll		2077447	6.2746	2077447	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
Public- Institutions	E-Voting	18168020	9150741	50.3673	8225978	924763	89.8941	10.1058
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	E-Voting	49759322	9877889	19.8513	9877861	28	99.9997	0.0002
	Poll		38576	0.0775	38576	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
Total		101036172	52129486	51.5949	51204695	924791	98.2260	1.7740

Resolution required: (Ordinary/ Special)		ORDINARY - 03. Re-appointment of Auditors						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
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	33108830	30984833	93.5848	30984833	0	100.0000	0.0000
	Poll		2077447	6.2746	2077447	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
Public- Institutions	E-Voting	18168020	9150741	50.3673	9150741	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	E-Voting	49759322	9877889	19.8513	9877859	30	99.9996	0.0003
	Poll		38576	0.0775	38576	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
Total		101036172	52129486	51.5949	52129456	30	99.9999	0.0001



Resolution required: (Ordinary/ Special)		ORDINARY - 04. Contributing 2% of the License Revenue of the Company to Ullas Trust						
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	33108830	30984833	93.5848	30984833	0	100.0000	0.0000
	Poll		2077447	6.2746	2077447	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
Public- Institutions	E-Voting	18168020	9150741	50.3673	8418491	732250	91.9979	8.0020
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	E-Voting	49759322	9857847	19.8111	9857565	282	99.9971	0.0028
	Poll		38576	0.0775	38576	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
Total		101036172	52109444	51.5750	51376912	732532	98.5942	1.4058

Resolution required: (Ordinary/ Special)		ORDINARY - 05. Re-classification of Promoters Group						
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	33108830	30984833	93.5848	30984833	0	100.0000	0.0000
	Poll		2077447	6.2746	2077447	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
Public- Institutions	E-Voting	18168020	9150741	50.3673	9150741	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	E-Voting	49759322	9857837	19.8110	9857612	225	99.9977	0.0022
	Poll		38576	0.0775	38576	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
Total		101036172	52109434	51.5750	52109209	225	99.9996	0.0004

Resolution required: (Ordinary/ Special)		SPECIAL - 06. Introduction of new ASOP scheme namely "ISOP 2016						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
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	33108830	30984833	93.5848	30984833	0	100.0000	0.0000
	Poll		2077447	6.2746	2077447	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
Public- Institutions	E-Voting	18168020	9150741	50.3673	8210184	940557	89.7215	10.2784
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	E-Voting	49759322	9857847	19.8111	9857582	265	99.9973	0.0026
	Poll		38576	0.0775	38576	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
Total		101036172	52109444	51.5750	51168622	940822	98.1945	1.8055



Resolution required: (Ordinary/ Special)		SPECIAL - 07. Approval of extension of the benefits and terms and conditions of Intellect Stock Option Plan 2016 ("ISOP 2016") to subsidiary and Associate Companies						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
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	33108830	30984833	93.5848	30984833	0	100.0000	0.0000
	Poll		2077447	6.2746	2077447	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
Public- Institutions	E-Voting	18168020	9150741	50.3673	8210184	940557	89.7215	10.2784
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	E-Voting	49759322	9857837	19.8110	9851690	6147	99.9376	0.0623
	Poll		38576	0.0775	38576	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
Total		101036172	52109434	51.5750	51162730	946704	98.1832	1.8168

Resolution required: (Ordinary/ Special)		ORDINARY - 08. Appointment of Mr. Arun Shekhar Aran as an Independent Director of the Company						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
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	33108830	30984833	93.5848	30984833	0	100.0000	0.0000
	Poll		2077447	6.2746	2077447	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
Public- Institutions	E-Voting	18168020	9150741	50.3673	9150741	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	E-Voting	49759322	9877889	19.8513	9877860	29	99.9997	0.0002
	Poll		38576	0.0775	38576	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
Total		101036172	52129486	51.5949	52129457	29	99.9999	0.0001

Resolution required: (Ordinary/ Special)		ORDINARY - 09(a). Increase in Authorised share capital of the Company and alteration of capital clause in the Memorandum of Association of the Company						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
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	33108830	30984833	93.5848	30984833	0	100.0000	0.0000
	Poll		2077447	6.2746	2077447	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
Public- Institutions	E-Voting	18168020	9150741	50.3673	9134947	15794	99.8274	0.1725
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	E-Voting	49759322	9857847	19.8111	9857822	25	99.9997	0.0002
	Poll		38576	0.0775	38576	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
Total		101036172	52109444	51.5750	52093625	15819	99.9696	0.0304



Resolution required: (Ordinary/ Special)		SPECIAL - 09(b). To amend the Articles of Association of the Company						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
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	33108830	30984833	93.5848	30984833	0	100.0000	0.0000
	Poll		2077447	6.2746	2077447	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
Public- Institutions	E-Voting	18168020	9150741	50.3673	9134947	15794	99.8274	0.1725
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	E-Voting	49759322	9857837	19.8110	9857812	25	99.9997	0.0002
	Poll		38576	0.0775	38576	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
Total		101036172	52109434	51.5750	52093615	15819	99.9696	0.0304

Resolution required: (Ordinary/ Special)		ORDINARY - 10. Approval of fund raising options for an amount not exceeding Rs. 300 crores						
Whether promoter/ promoter group are interested in the agenda/resolution?		No						
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	33108830	30984833	93.5848	30984833	0	100.0000	0.0000
	Poll		2077447	6.2746	2077447	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
Public- Institutions	E-Voting	18168020	9150741	50.3673	9150741	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
Public- Non Institutions	E-Voting	49759322	9857847	19.8111	9857575	272	99.9972	0.0027
	Poll		38576	0.0775	38576	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
Total		101036172	52109444	51.5750	52109172	272	99.9995	0.0005



22nd July 2016

To

The Chairman,
Intellect Design Arena Limited,
Polaris House, 244, Anna Salai,
Chennai - 600006, India

**SUB: CONSOLIDATED SCRUTINIZER'S REPORT ON THE ELECTRONIC VOTING IN RESPECT
OF MATTERS SET-OUT IN THE NOTICE OF 5TH ANNUAL GENERAL MEETING.**

Dear Sir,

1. I have been appointed as a Scrutinizer vide letter dated 11th June 2016 to scrutinize the Remote e-voting and the InstaPoll conducted at the venue of the annual general meeting, in respect of the following matters set-out in the notice for the 5th Annual General Meeting, dated 11th June 2016:

a) To receive, consider, approve and adopt:

(i) the Audited Financial Statements of the Company for the Financial Year ended 31st March, 2016 and the reports of the Board of Directors and Auditors thereon;

(ii) the Audited Consolidated Financial Statements of the Company for the financial year ended 31st March, 2016. ("**Resolution No.1**")

b) To appoint a Director in the place of Mr. Anil Kumar Verma (DIN: 01957168), who retires by rotation and being eligible, offers himself for re-appointment ("**Resolution No.2**")

c) To ratify the appointment of Auditors of the Company who were appointed at the third annual general meeting to hold office for a period of five years till the conclusion of the annual general meeting of the Company to be held in the calendar year 2019 and to authorise the Board of Directors to fix their remuneration and to pass the following resolution thereof as an Ordinary Resolution. ("**Resolution No.3**")

d) Contributing 2% of the License Revenue of the Company to Ullas Trust ("**Resolution No.4**")

e) Re-classification of Promoters Group ("**Resolution No.5**")

f) Introduction of New ASOP scheme namely "ISOP 2016" ("**Resolution No.6**")

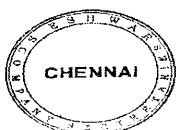
g) Approval of extension of the benefits and terms and conditions of Intellect Stock Option Plan 2016 ("ISOP 2016") to Subsidiary and Associate Companies ("**Resolution No.7**")

h) Appointment of Mr. Arun Shekhar Aran as an Independent Director of the Company ("**Resolution No.8**")

i) Increase in Authorised Share Capital of the Company and alteration of the Capital Clause in the Memorandum of Association of the Company ("**Resolution No.9(a)**")

j) To amend the Articles of Association subsequent to increase in Authorised Share Capital of the Company ("**Resolution No.9(b)**")

k) Approval of fund raising options for an amount not exceeding Rs. 300 crores ("**Resolution No.10**")



2. The Company had entered into an arrangement with Karvy Computershare Private Limited ("Karvy"), for providing the electronic voting ("Remote e-voting") facility and also an electronic voting solution ("InstaPoll") to enable its members to vote on the above matters at the meeting.

3. I submit my report as under, in respect of both (i.e) the Remote e-voting and the InstaPoll.

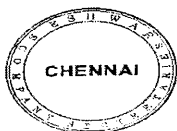
3.1 The Remote e-voting period commenced on 18th July 2016 at 9.00 am IST and ended on 20th July, 2016 at 5:00 pm IST.

3.2 We have provided Karvy, the list of shareholders who have voted at the Remote e-voting facility, so as to ensure that voting at the venue of the annual general meeting is exercised only by those shareholders / proxies who have not voted using the Remote e-voting facility.

3.3 At the venue of annual general meeting, voting was permitted by way of electronic means. After completion of voting at the meeting, Karvy made available to me, the details of votes cast at the InstaPoll.

4. The details of the InstaPoll, held at the Annual General Meeting, is as under:

Resolution No.	Total Number of shareholders(in person or proxy) who have cast their vote by InstaPoll	No. of Equity shares
Resolution No. 1	36	21,16,023
Resolution No. 2	36	21,16,023
Resolution No. 3	36	21,16,023
Resolution No. 4	36	21,16,023
Resolution No. 5	36	21,16,023
Resolution No. 6	36	21,16,023
Resolution No. 7	36	21,16,023
Resolution No. 8	36	21,16,023
Resolution No. 9(a)	36	21,16,023
Resolution No. 9(b)	36	21,16,023
Resolution No. 10	36	21,16,023



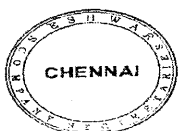
5. I report to you the details of votes cast "FOR" and "AGAINST" under the InstaPoll held at the Annual General Meeting:

Resolution No.	Total no. of share holders whose votes were considered valid	Total No. of Equity Shares voting on the Resolution	FOR		AGAINST	
			No. of Equity shares	Percentage	No. of Equity shares	Percentage
Resolution No. 1	36	21,16,023	21,16,023	100.00%	0	0.00%
Resolution No. 2	36	21,16,023	21,16,023	100.00%	0	0.00%
Resolution No. 3	36	21,16,023	21,16,023	100.00%	0	0.00%
Resolution No. 4	36	21,16,023	21,16,023	100.00%	0	0.00%
Resolution No. 5	36	21,16,023	21,16,023	100.00%	0	0.00%
Resolution No. 6	36	21,16,023	21,16,023	100.00%	0	0.00%
Resolution No. 7	36	21,16,023	21,16,023	100.00%	0	0.00%
Resolution No. 8	36	21,16,023	21,16,023	100.00%	0	0.00%
Resolution No. 9(a)	36	21,16,023	21,16,023	100.00%	0	0.00%
Resolution No. 9(b)	36	21,16,023	21,16,023	100.00%	0	0.00%
Resolution No. 10	36	21,16,023	21,16,023	100.00%	0	0.00%

6. I unblocked the Remote e-voting results on Karvy's e-voting platform, in the presence of Mr. Balaji.K, and Mr. K Venugopal, and downloaded the results.

7. Details of Remote e-voting that were cast between 18th July 2016 and 20th July 2016 is as under:

Resolution No.	Total Number of shareholders who have cast their vote by Remote e-voting	No. of Equity shares	Total Number of shareholders who have selected the option 'Votes abstained' while exercising their voting rights through Remote E-voting	No. of Equity shares
Resolution No. 1	93	5,12,01,945	0	0
Resolution No. 2	93	5,12,01,945	0	0
Resolution No. 3	93	5,12,01,945	0	0
Resolution No. 4	92	5,11,81,903	1	20,042
Resolution No. 5	91	5,11,81,893	2	20,052



Resolution No.	Total Number of shareholders who have cast their vote by Remote e-voting	No. of Equity shares	Total Number of shareholders who have selected the option 'Votes abstained' while exercising their voting rights through Remote E-voting	No. of Equity shares
Resolution No. 6	92	5,11,81,903	1	20,042
Resolution No. 7	91	5,11,81,893	2	20,052
Resolution No. 8	93	5,12,01,945	0	0
Resolution No. 9(a)	92	5,11,81,903	1	20,042
Resolution No. 9(b)	91	5,11,81,893	2	20,052
Resolution No. 10	92	5,11,81,903	1	20,042

8. Details of scrutiny carried out in respect of the Remote e-voting:

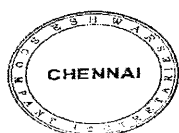
a) With respect to Corporate Shareholders – the scrutiny is whether the Corporate Shareholder has provided a board resolution authorising a natural person to vote by Remote e-voting/at a general meeting of the company.

b) With respect to Mutual Funds – the scrutiny is whether the Mutual Fund has provided a board resolution/Power of Attorney ("POA") authorising a natural person/Custodian to vote by Remote e-voting/at a general meeting of the company.

c) With respect to FII's and FPI's – the scrutiny is availability of a Power of Attorney ("POA") given by the FII / FPI in favour of a custodian in India, and POA is scrutinized for the following:

- Whether the name of the FII / FPI in the POA attached is the same, or where there is a name mismatch – whether any SEBI registration certificate for the change in name is available or not;
- Where the POA bears a date of execution;
- Where the POA has been executed outside India – has the same has been Apostilled in that country;
- Whether the POA has been adjudicated under the Indian Stamp Act – else the document cannot be valid in India;
- Whether under the POA the FII/FPI has given the custodian – the custodian has a right to vote at general meetings and/or appoint a person as a proxy to attend and vote at a general meeting;

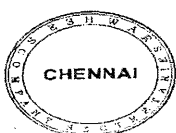
TREATING AS INVALID: Based on the scrutiny as above, I considered 11,88,482 equity shares for each of the Resolutions, as NOT VALID, as the documents uploaded did not meet any one of the aforesaid conditions.



9. I report to you the details of valid votes cast "FOR" and "AGAINST" under the Remote e-voting held between 18th July 2016 and 20th July 2016:

Resolution No.	Total no share holders whose votes were considered valid *	Total No. of Equity Shares with respect to which vote have been cast and considered valid *	FOR		AGAINST	
			No. of Equity shares	Percentage	No. of Equity shares	Percentage
Resolution No. 1	87	5,00,13,463	5,00,13,463	100.00%	0	0.00%
Resolution No. 2	87	5,00,13,463	4,90,88,672	98.15%	9,24,791	1.85%
Resolution No. 3	87	5,00,13,463	5,00,13,433	100.00%	30	0.00%
Resolution No. 4	86	4,99,93,421	4,92,60,889	98.53%	7,32,532	1.47%
Resolution No. 5	85	4,99,93,411	4,99,93,186	100.00%	225	0.00%
Resolution No. 6	86	4,99,93,421	4,90,52,599	98.12%	9,40,822	1.88%
Resolution No. 7	85	4,99,93,411	4,90,46,707	98.11%	9,46,704	1.89%
Resolution No. 8	87	5,00,13,463	5,00,13,434	100.00%	29	0.00%
Resolution No. 9(a)	86	4,99,93,421	4,99,77,602	99.97%	15,819	0.03%
Resolution No. 9(b)	85	4,99,93,411	4,99,77,592	99.97%	15,819	0.03%
Resolution No.10	86	4,99,93,421	4,99,93,149	100%	272	0.00%

*This figure excludes the shareholders who have selected the option 'Votes abstained' while exercising their voting rights through Remote E-voting.



10. The consolidated report on the votes cast through the InstaPoll (held at the annual general meeting) and Remote e-voting (held between 18th July 2016 and 20th July 2016) is as below:

Resolution No.	FOR		AGAINST	
	No. of Equity Shares	Percentage	No. of Equity Shares	Percentage
Resolution No. 1	5,21,29,486	100.00%	0	0.00%
Resolution No. 2	5,12,04,695	98.23%	9,24,791	1.77%
Resolution No. 3	5,21,29,456	100.00%	30	0.00%
Resolution No. 4	5,13,76,912	98.59%	7,32,532	1.41%
Resolution No. 5	5,21,09,209	100.00%	225	0.00%
Resolution No. 6	5,11,68,622	98.19%	9,40,822	1.81%
Resolution No. 7	5,11,62,730	98.18%	9,46,704	1.82%
Resolution No. 8	5,21,29,457	100.00%	29	0.00%
Resolution No. 9(a)	5,20,93,625	99.97%	15,819	0.03%
Resolution No. 9(b)	5,20,93,615	99.97%	15,819	0.03%
Resolution No. 10	5,21,09,172	100.00%	272	0.00%

for इ इश्वर

S. Ex

S ESHWAR
FCS. No. 6097, C.P. NO. 5280

Place: Chennai.
Date: 22nd July 2016
Time: 03.00 P.M.

Countersigned:
FOR INTELLECT DESIGN ARENA LIMITED

V.V.Naresh
Company Secretary

