

Date: July 07, 2017

To, Bombay Stock Exchange Ltd, Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400001.	To, National Stock Exchange of India Ltd Exchange Plaza, Plot No.C/1, Block – G, Bandra Kurla Complex, Bandra (East), Mumbai – 400051.
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Dear Sir / Madam,

Sub.: Submission of copy of resolution passed by Members of the Company through postal ballot regarding “reclassification of promoters of the Company”.

This is in furtherance to the intimation sent by us on June 29, 2017 regarding declaration of voting results of the postal ballot process conducted for seeking the approval of Members of the Company for “reclassification of promoters of the Company”.

In this regard, please find enclosed herewith certified copy of the Special Resolution passed by the Members of the Company through postal ballot conducted as per Section 110 of the Companies Act, 2013 and the corresponding rules thereunder.

This is for your information.

For **TANLA SOLUTIONS LIMITED**



Seshanuradha Chava
ACS-15519
VP - Legal & Secretarial



CERTIFIED TRUE COPY OF THE SPECIAL RESOLUTION PASSED BY THE SHAREHOLDERS OF THE COMPANY THROUGH POSTAL BALLOT CONDUCTED AS PER SECTION 110 OF THE COMPANIES ACT, 2013 AND THE CORRESPONDING RULES THEREUNDER AND COMPLETED ON JUNE 27, 2017.

Re-classification of the promoters of the company

RESOLVED that pursuant to Regulation 31A and other relevant provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and the applicable provisions of the Companies Act, 2013 ('Act') read with the Rules framed there under (including any statutory modification(s) or re-enactment thereof), the approval of the Company be and is hereby accorded for re-classification of Mr. Gautam Sabharwal's shareholding in the company, the existing promoter of the company from Promoter category to Non-Promoter category.

RESOLVED FURTHER that the promoters seeking re-classification along with its promoter group entities and person acting in concert do/will not:

- have any special rights through formal or informal agreements.
- hold more than 10% of the paid-up capital of the Company.
- act as a Key Managerial person for a period of more than three years from the date of Shareholders approval.

On meeting of the above conditions Mr. Gautam Sabharwal shall cease to be the Promoter of the company.

"RESOLVED FURTHER THAT the Board be and is hereby authorized to delegate all or any of the powers conferred by this resolution on it, to any Committee of Directors, any other Director(s) or officer(s) of the Company to give effect to the aforesaid resolution."

RESOLVED FURTHER that the Board be and is hereby authorised to delegate all or any of the powers conferred on it by or under this Resolution to any Director or Company Secretary of the Company as it may consider appropriate in order to give effect to this Resolution including filing of necessary forms / returns with the Ministry of Corporate Affairs / Stock Exchanges / other authorities concerned.

//CERTIFIED TRUE COPY//

For **TANLA SOLUTIONS LIMITED**



Seshanuradha Chava
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