

Capgemini Technology Services India Limited
 (Formerly known as IGATE Global Solutions Limited)

Declaration of the results of Postal Ballot process including voting by electronic means (e-voting)

Pursuant to Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014 the Company had provided voting facility through Postal Ballot process including e-voting to all its members entitled to cast their vote as on the cut-off date i.e., 10th March 2017 on all the resolutions as set out in the Notice of Postal Ballot. E-voting period remained opened from 20th March, 2017 (09:00 AM) and closed on 18th April, 2017 (05:00 PM). Mr. Shailesh Indapurkar, Practicing Company Secretary was appointed as Scrutinizer to scrutinize the Postal Ballot process including e-voting.

Mr. Indapurkar, submitted the consolidated result on Postal Ballot process including e-voting vide his report dated 21th April 2017. The consolidated results of Postal Ballot process including e-voting as per the Scrutinizers' Report is as follows:

Item No.	Details of the Agenda	Resolution required (Ordinary/Special)	Total No. of Vote Casted	% Votes in favour	% Votes Against
1	Amendment (s) to the objects clause of the Memorandum of Association of the Company	Special	59002914	99.99998	0.00002
2	Amendment(s) to the Liability clause (clause 4 th) of the Memorandum of Association of the Company	Special	59002914	99.99998	0.00002
3	Adoption of New set of Articles of Association of Company Inter-alia pursuant to the Companies Act, 2013	Special	59002914	99.99998	0.00002

Based on the aforesaid Report of the Scrutinizer, all Resolutions set out in the Notice of Postal Ballot dated 07th March, 2017 have been duly approved by the shareholders with requisite majority.

For Capgemini technology Services India Limited


 Armin Billimoria
 Company Secretary

24th April, 2017

**SHAILESH INDAPURKAR & ASSOCIATES
COMPANY SECRETARIES**

RadhaRamkrishna Society, Flat 5,
1st Floor, 1626, Sadashiv Peth,
Gopal GayanSamaj Road, Pune411030
Phone No: 020- 24338629
Mobile No: 98812 57930
E-mail:indapurkarcs@gmail.com

**SCRUTINIZER(S) REPORT ON POSTAL BALLOT PROCESS
INCLUDING VOTING BY ELECTRONIC MEANS**

[Pursuant to Section 110 of the Companies Act, 2013 and Rule 22 of the
Companies (Management and Administration) Rules, 2014]

To,
The Board of Directors/ Chairman
Capgemini Technology Services India Limited
(Formerly known as IGATE Global Solutions Limited)
(CIN: U85110PN1993PLC145950)
Plot No.14,Rajiv Gandhi Infotech Park,
Hinjawadi Phase-III, MIDC-SEZ, Village Man,
Taluka Mulshi
Pune- 411057
Maharashtra, India

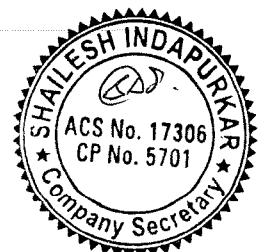
Dear Sir,

Sub: Scrutinizer's Report on electronic means and Postal Ballot process conducted pursuant to provisions of Section 108 and 110 of the Companies Act, 2013 ('the Act') read with the Rules framed thereunder and other applicable provisions, if any.

I,Shailesh Indapurkar, Proprietor of M/s Shailesh Indapurkar & Associates, Practicing Company Secretaries, Pune, have been appointed as Scrutinizer by the Board of Directors of the Company in terms of the provisions of Section 110 of the Companies Act, 2013 read with the Companies (Management and Administration) Rules, 2014 for the purpose of scrutinizing the Postal Ballot process including voting by electronic means (e-voting) in a fair and transparent manner and ascertaining requisite majority on Postal Ballot process including e-voting carried out in respect of the items / resolutions as set out in the Notice of Postal Ballot of the Company dated 07th March 2017.

The Management of the Company was responsible to ensure the compliance with the requirements of the Companies Act, 2013 and rules framed thereunder relating to Postal Ballot process including e-voting on the items / resolutions contained in Notice of Postal Ballot of the Company dated 07th March 2017 including the dispatch of notices to all the members of the Company as prescribed in the Act and rules.

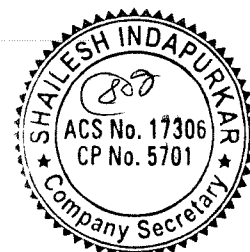
My responsibility as a Scrutinizer for Postal Ballot process including e-voting was restricted to make a Scrutinizer's Report of votes cast as "Assent /For" or "Dissent / Against" for the items/resolutions stated in the notice of the postal ballot, based on the reports generated from the Electronic voting service facility provided by Karvy Computershare Private Limited the authorized agency, engaged by the Company, to provide voting through electronic means i.e. e-voting and also on the Scrutiny of Postal Ballot Forms deposited through postage paid



Business Reply Envelope by the members of the Company and verified based on the data provided by Karvy Computershare Private Limited, who is a Share Transfer Agent of the Company.

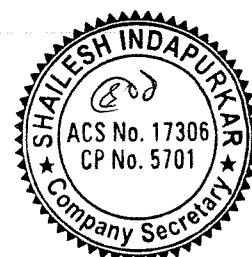
In this connection, I hereby submit Scrutinizer Report of Postal Ballot including e-voting:

1. The Company fixed Friday, 10th March 2017, as the cut-off date for identifying the members entitled to participate for voting through Postal Ballot process including e-voting. Accordingly, the Company on 20th March 2017 completed the dispatch of Postal Ballot Notice along with Postal Ballot Form through electronic mail to the members whose email IDs were registered in the records of company and through Registered post, the physical copies along with a postage – prepaid self-addressed Business Reply Envelope to the other members (whose email IDs were not registered in the records of company).
2. All the Postal Ballot Forms received upto 5.00 P.M. on Tuesday, 18th April 2017, the last date and time fixed by the Company for receipt of the Postal Ballot Forms were considered for my Scrutiny.
3. It was informed to me that no Postal Ballot Forms were received after 5.00 P.M. on Tuesday, 18th April 2017.
4. The Postal Ballot Envelopes were received during 20th March 2017 till 18th April 2017 were opened in my presence and Postal Ballot Forms were diligently scrutinized. The Postal Ballot Forms were reconciled with the records maintained by Karvy Computershare Private Limited and the Company.
5. The Postal Ballot Forms, which were incomplete and/or which were otherwise found defective have been treated as invalid and kept separately.
6. Particulars of all Postal Ballot Forms received from the members have been entered in a register maintained for this purpose.
7. The E-voting period remain opened from Monday, 20th March 2017 (09.00 A.M.) to Tuesday, 18th April 2017 (5.00 P.M.) both days inclusive.
8. As stated above, the E-Voting period ended on Tuesday, 18th April 2017 (5.00 P.M.). The Votes cast by electronic means were unblocked on 18th April 2017, at around 5.05 P.M. by me in presence of two witnesses Mrs. Mugdha Athwale and Ms Sejal Barot who are not in the employment of the Company.
9. Where any Member had exercised voting both through Postal Ballot process and also through e-voting, then voting done through electronic mode i.e. e-voting has been treated as valid and the Postal Ballot Form(s) have been treated as invalid.
10. In terms of the provisions of Section 110 of the Companies Act, 2013, read with Rule 22(10) of the Companies (Management and Administration) Rules, 2014, I have maintained the Register electronically to record members assent or dissent received.



11. The details of Voting through Postal Ballot process including e-voting are as under:

Item no. of the notice	Mode of voting	Total No. of votes cast	Votes in favour of the Resolution / Assent / FOR		Votes against the Resolution/ Dissent / AGAINST		Nos. of Invalid or Abstained voting	
			Nos.	% of total number of valid votes cast	Nos.	% of total number of valid votes cast	Ballot No.	Votes
Item no. 1								
Special Resolution: Amendments to the Object clause of Memorandum of Association of the Company as per the Sec.4, 13 and any others applicable provisions/ rules of the Companies Act, 2013.	E-voting	59002529	59002466	99.99999	7	0.00001	1	56
	Postal Ballot	385	256	98.08429	5	1.91571	7	124
	Total	59002914	59002722	99.99998	12	0.00002	8	180
Item no. 2								
Special Resolution: Amendments to the Liability Clause (Clause 4 th) of Memorandum of Association of the company as per the Sec.4, 13 and any others applicable provisions/ rules of the Companies Act, 2013.	E-voting	59002529	59002466	99.99999	7	0.00001	1	56
	Postal Ballot	385	256	98.08429	5	1.91571	7	124
	Total	59002914	59002722	99.99998	12	0.00002	8	180



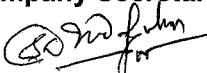
Item no. of the notice	Mode of voting	Total No. of votes cast	Votes in favour of the Resolution / Assent / FOR		Votes against the Resolution/ Dissent / AGAINST		Nos. of Invalid or Abstained voting	
			Nos.	% of total number of valid votes cast	Nos.	% of total number of valid votes cast	Ballot No.	Votes
Item no. 3								
Special Resolution: Adoption of new set of Articles of Association of company inter-alia pursuant to Companies Act, 2013 and as per Sec .5,14 and any others applicable provisions/ rules of the Companies Act, 2013.	E-voting	59002529	59002466	99.99999	7	0.00001	1	56
	Postal Ballot	385	256	98.08429	5	1.91571	7	124
	Total	59002914	59002722	99.99998	12	0.00002	8	180

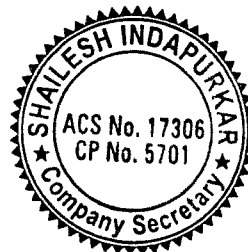
12. In terms of the provisions of Section 110 of the Companies Act, 2013 read with Rule 22(11) of the Companies (Management and Administration) Rules, 2014 the Postal Ballot Forms and all other papers relating to Postal Ballot including voting by electronic means shall be under my safe custody till the Chairman considers, approves and signs the Minutes and thereafter, I shall return the Postal Ballot Forms and all other papers relating to Postal Ballot process including e-voting and Register maintained under Rule 22(10) of the Companies (Management and Administration) Rules, 2014, to the Chairman of the Company or any other person authorised in this behalf who shall preserve such Ballot Papers and other related papers and register safely.

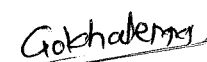
13. The results of the postal ballot including e-voting for the above said items may accordingly be declared.

Thanking you,

Yours sincerely,
For ShaileshIndapurkarand Associates
Company Secretaries


CS ShaileshIndapurkar
Proprietor
ACS: 17306 | CP: 5701
Date: April 21, 2017




Witness 1


Witness 2