

Ref: 8K/CHN/2018-19/E023

Date: 1st October 2018

The Deputy General Manager, Department of Corporate Services, BSE Limited , Phiroze Jeejeebhoy Towers, Dalal Street, Mumbai – 400 001.	The General Manager, Listing Department, National Stock Exchange of India Limited , Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra (E), Mumbai- 400 051
Scrip Code: 512161 - ISIN NO-INE650K01021	EQ- 8KMILES – ISIN NO-INE650K01021

Dear Sir/Madam,

Sub: 33rd Annual General Meeting Voting Results

Further to the 33rd Annual General Meeting (AGM) of our Company held on 29th September 2018 and in continuation to the Proceedings of the AGM submitted on Sunday (30.09.2018), we hereby submit the following: -

1. Voting results as required under Regulation 44 (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations 2015.
2. Report of Scrutinizer dated 1st October 2018, pursuant to Section 108 of the Companies Act, 2013 and Rule 20(4) of the Companies (Management and Administration) Rules, 2014.

This is for your information and records.

Thanking you,

Yours truly,

For 8K Miles Software Services Limited



(Ashwin.J)

Company Secretary & Compliance Officer



Resolution (1)								
Resolution required: (Ordinary / Special)					Ordinary			
Whether promoter/promoter group are interested in the agenda/resolution?					No			
Description of resolution considered					Adoption of Audited Financial Statements (Standalone & Consolidated) for FY 31.03.2018			
Category	Mode of voting	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	E-Voting	14936066	14936066	100.0000	14936066	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)							
	Total	14936066	14936066	100.0000	14936066	0	100.0000	0.0000
Public-Institutions	E-Voting	4099175	761266	18.5712	761266	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)							
	Total	4099175	761266	18.5712	761266	0	100.0000	0.0000
Public-Non Institutions	E-Voting	11482364	119394	1.0398	75854	43540	63.5325	36.4675
	Poll		104218	0.9076	104198	20	99.9808	0.0192
	Postal Ballot (if applicable)							
	Total	11482364	223612	1.9474	180052	43560	80.5198	19.4802
Total	Total	30517605	15920944	52.1697	15877384	43560	99.7264	0.2736
Whether resolution is Pass or Not.							Yes	



Resolution (2)								
Resolution required: (Ordinary / Special)					Ordinary			
Whether promoter/promoter group are interested in the agenda/resolution?					No			
Description of resolution considered					Rotation of Director Mr. Suresh Venkatachari (DIN 00365522)			
Category	Mode of voting	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	E-Voting	14936066	14936066	100.0000	14936066	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)							
	Total	14936066	14936066	100.0000	14936066	0	100.0000	0.0000
Public-Institutions	E-Voting	4099175	761266	18.5712	684915	76351	89.9705	10.0295
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)							
	Total	4099175	761266	18.5712	684915	76351	89.9705	10.0295
Public-Non Institutions	E-Voting	11482364	95387	0.8307	93426	1961	97.9442	2.0558
	Poll		112218	0.9773	112198	20	99.9822	0.0178
	Postal Ballot (if applicable)							
	Total	11482364	207605	1.8080	205624	1981	99.0458	0.9542
Total	Total	30517605	15904937	52.1173	15826605	78332	99.5075	0.4925
Whether resolution is Pass or Not.							Yes	



Resolution (3)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Rotation of Director Mr. R.S. Ramani (DIN:03206751)				
Category	Mode of voting	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	E-Voting	14936066	14936066	100.0000	14936066	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)							
	Total	14936066	14936066	100.0000	14936066	0	100.0000	0.0000
Public-Institutions	E-Voting	4099175	761266	18.5712	684915	76351	89.9705	10.0295
	Poll							
	Postal Ballot (if applicable)							
	Total	4099175	761266	18.5712	684915	76351	89.9705	10.0295
Public-Non Institutions	E-Voting	11482364	119387	1.0397	75819	43568	63.5069	36.4931
	Poll		112218	0.9773	86292	25926	76.8968	23.1032
	Postal Ballot (if applicable)							
	Total	11482364	231605	2.0170	162111	69494	69.9946	30.0054
Total	Total	30517605	15928937	52.1959	15783092	145845	99.0844	0.9156
Whether resolution is Pass or Not.							Yes	



Resolution (4)								
Resolution required: (Ordinary / Special)					Ordinary			
Whether promoter/promoter group are interested in the agenda/resolution?					No			
Description of resolution considered					Appointment of Mr. Vivek Prakash as an Independent Director			
Category	Mode of voting	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	E-Voting	14936066	14936066	100.0000	14936066	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)							
	Total	14936066	14936066	100.0000	14936066	0	100.0000	0.0000
Public-Institutions	E-Voting	4099175	761266	18.5712	761266	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)							
	Total	4099175	761266	18.5712	761266	0	100.0000	0.0000
Public-Non Institutions	E-Voting	11482364	119387	1.0397	117197	2190	98.1656	1.8344
	Poll		112218	0.9773	112198	20	99.9822	0.0178
	Postal Ballot (if applicable)							
	Total	11482364	231605	2.0170	229395	2210	99.0458	0.9542
Total	Total	30517605	15928937	52.1959	15926727	2210	99.9861	0.0139
Whether resolution is Pass or Not.							Yes	



Resolution (5)								
Resolution required: (Ordinary / Special)					Special			
Whether promoter/promoter group are interested in the agenda/resolution?					No			
Description of resolution considered					Issuance of Equity shares including convertible bonds/debentures			
Category	Mode of voting	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	E-Voting	14936066	14936066	100.0000	14936066	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)							
	Total	14936066	14936066	100.0000	14936066	0	100.0000	0.0000
Public-Institutions	E-Voting	4099175	761266	18.5712	10000	751266	1.3136	98.6864
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)							
	Total	4099175	761266	18.5712	10000	751266	1.3136	98.6864
Public-Non Institutions	E-Voting	11482364	119387	1.0397	75616	43771	63.3369	36.6631
	Poll		112218	0.9773	102394	9824	91.2456	8.7544
	Postal Ballot (if applicable)							
	Total	11482364	231605	2.0170	178010	53595	76.8593	23.1407
Total	Total	30517605	15928937	52.1959	15124076	804861	94.9472	5.0528
Whether resolution is Pass or Not.							Yes	



Resolution (6)								
Resolution required: (Ordinary / Special)					Ordinary			
Whether promoter/promoter group are interested in the agenda/resolution?					Yes			
Description of resolution considered					Re-classification of Mr. M.V.Bhaskar forming part of Promoter category to Public			
Category	Mode of voting	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	E-Voting	14936066	14936066	100.0000	14936066	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)							
	Total	14936066	14936066	100.0000	14936066	0	100.0000	0.0000
Public-Institutions	E-Voting	4099175	761266	18.5712	761266	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0	0
	Postal Ballot (if applicable)							
	Total	4099175	761266	18.5712	761266	0	100.0000	0.0000
Public-Non Institutions	E-Voting	11482364	119387	1.0397	117041	2346	98.0350	1.9650
	Poll		112218	0.9773	111868	350	99.6881	0.3119
	Postal Ballot (if applicable)							
	Total	11482364	231605	2.0170	228909	2696	98.8359	1.1641
Total	Total	30517605	15928937	52.1959	15926241	2696	99.9831	0.0169
Whether resolution is Pass or Not.							Yes	



B.CHANDRA & ASSOCIATES
PRACTISING COMPANY SECRETARY

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REGN NO - P2017TN065700

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FORM NO. MGT - 13

Report of the Scrutinizer(s) [Pursuant to rule section 108 &109 of the Companies Act, 2013 and rule 20 & 21(2) of the Companies (Management and Administration) Rules, 2014 as amended upto date

Dated 1st October 2018

To

The Chairman,

of the Annual General Meeting of 8K MILES SOFTWARE SERVICES LIMITED, held on 29th September, 2018 at Aloft Chennai OMR - IT Expressway,102, Rajiv Gandhi Salai, Sholinganallur, Chennai – 600119 at 08.59 a.m.

Subject: Voting at Annual General Meeting - Ordinary Resolution(s) and Special Resolution(s) under different provisions of the Companies Act, 2013 read with Rules made there under – Voting through electronic means in terms of Section 108 of the Companies Act, 2013 read with Rule 20 read with Rule 21 of the Companies (Management & Administration) Rules, 2014 as amended till date.

Dear Sir,

I, G Subhasree, Partner of M/s. B.Chandra & Associates, Practising Company Secretaries, having my office at AG3, Ragamalika, No 26 Kumaran Colony Main Road, Vadapalani, Chennai 600 026, appointed as Scrutinizer as per the letter dated 7th September 2018 for the purpose of remote e- voting and through ballot, at the Annual General Meeting of M/s. 8K MILES SOFTWARE SERVICES LIMITED, held on 29th September, 2018 at Aloft Chennai OMR - IT Expressway,102, Rajiv Gandhi Salai,



G Subhasree

Sholinganallur, Chennai – 600119 at 08.59 a.m. on the below mentioned resolutions, hereby submit my report as under:

a.	Pursuant to Section 101, 108 of the Act and Rule 20 of the Companies (Management & Administration) Rules, 2014, as amended upto date, the notice convening the meeting have been dispatched to all the members of the Company through electronic means (wherever email ids were available) on 7 th September, 2018 and to the other shareholders by registered post on the 7 th September, 2018 and subsequently, the Notice convening was also placed on the website of the Company. The members of the Company were given an option to vote electronically on e-voting platform, provided by the National Securities Depository Limited (NSDL).
b.	The Public Advertisement with respect to dispatch of notices and conducting of voting through electronic means was published in an English newspaper "BUSINESS STANDARD" on 11 th September, 2018 and a vernacular newspaper "MAKKAL KURAL" on the same date.
c.	The remote e-voting period commenced on 26 th September, 2018 at 09:00 A.M. and ended on the close of 28 th September, 2018 at 05:00 P.M.
d.	Accordingly, the electronic votes cast were taken into account and at the end of this voting period, on 28 th September, 2018 at 05:00 P.M, the NSDL portal was blocked for voting.
e.	The List of share holders who cast their votes through remote e voting were unblocked in the presence of two witnesses on 29 th September, 2018.
f.	The Corporate members who had participated in the remote e-voting and had provided the scanned copy of the resolution passed at the Board of Directors / Power of Attorney for authorization to exercise their votes through e voting have been taken into account.
g.	No duplicate voting was found.

At the Annual general meeting held at the scheduled time, date and venue, the poll through ballot was announced taking into account the provisions of law as well as the Companies (Management & Administration) Rules, 2014 as amended till date by the Ministry of Corporate Affairs dated 19-03-2015.



Shilpa Shreef

The polling papers in **Form MGT-12** as per Companies (Management & Administration) Rules, 2014 were distributed to the shareholders present. The shareholders cast their votes in the ballot box kept at convenient location in the Venue.

1. At the time fixed for closing of the poll the ballot box kept for polling was locked in my presence with due identification marks placed by me.

The locked ballot box was subsequently opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records provided by the RTA's benpos dated 22nd September, 2018 being the cut off date announced by the Company and the attendance register/authorizations/proxies lodged with the company.

2. The poll paper for which the signatures didn't match based on RTA confirmation by mail and those that were incomplete and/or which were otherwise found defective has been treated as invalid. A total of 13 poll papers consisting of 137062 (Assent – 136729 and Dissent – 333) have been confirmed by RTA as signature mismatch and hence the said votings were treated as invalid.

The resolutions for which this Annual General Meeting of the shareholders was held were as follows:

S.No	Resolutions	Nature of Resolution
1	To adopt Audited Financial Statements including consolidated Financial Statements of the Company for the Financial Year ended 31 st March 2018 together with the reports of Board of Director's and Auditor's thereon.	Ordinary
2	To Re-appoint Mr. Suresh Venkatachari (DIN: 00365522) who retires by rotation and being eligible, offers himself for reappointment.	Ordinary
3	To Re-appoint Mr. R.S.Ramani (DIN: 03206751) who retires by rotation and being eligible, offers himself for reappointment.	Ordinary



Sulha Sreef

4	To Re-appoint Mr.Vivek Prakash (DIN: 00559925) as an Independent Director for a period of Five years, by way of an Ordinary.	Ordinary
5	To issue equity shares including convertible bonds / debentures pursuant to the provisions of Sections 42, 62 and 71 and other applicable provisions, if any, of the Companies Act, 2013 and rules made thereunder, Foreign Exchange Management Act, 1999, Foreign Exchange Management (Transfer or Issue of Security by a Person Resident outside India) Regulations, 2000, Securities and Exchange Board of India (Issue of Capital and Disclosure Requirements) Regulations, 2009, ("SEBI Regulations"), Securities and Exchange Board of India (Listing Obligation and Disclosure Requirements) Regulations, 2015, and various Listing Agreements entered into by the Company with the stock exchanges etc.	Special
6	To reclassify Mr. M.V. Bhaskar, forming part of the existing Promoters of the Company from Promoter category to Public category.	Ordinary

The results of the remote e-voting by electronic means and ballot voting are as follows:

The details of the number of members present and voting in person or by proxy and the valid / invalid votes in respect of each of the resolutions are given below.

Resolution S.No	Number of members who cast their votes either by e-voting/ poll in the AGM		Number of members who cast valid Votes	Number of members whose votes were considered invalid
	ASSENT	DISSENT		
1	62	10	72*	13*
2	63	9	72#	13#
3	53	20	73	13



Sulha Shee J.

4	65	8	73	13
5	48	25	73	13
6	63	10	73	13

The summary of the results in terms of the Number of votes cast for and against out of the total valid votes is given below.

E VOTING & POLL						
Resolution S.No	No of VOTES CAST IN FAVOR	No of VOTES CAST AGAINST	Total - Valid Votes	Assent %	Dissent %	Passed with requisite majority /Not Passed
1	15877384	43560	15920944*	99.7264	0.2736	Passed as ordinary resolution
2	15826605	78339	15904944#	99.5075	0.4925	Passed as ordinary resolution
3	15783092	145852	15928944	99.0844	0.9156	Passed as ordinary resolution
4	15926727	2217	15928944	99.9861	0.0139	Passed as ordinary resolution
5	15124076	804868	15928944	94.9471	5.0529	Passed as Special Resolution
6	15926241	2703	15928944	99.9830	0.0170	Passed as ordinary resolution

* One shareholder had abstained from voting for resolution No.1 alone with respect to poll.

One shareholder had abstained from evoting for Resolution No.2 alone



Sulha Shee f.

Since the requisite no. of votes cast in favour exceeded the no. of votes cast against in respect of resolutions in S No 1 to 4 and 6 and in respect of resolution No 5, no. of votes cast in favour exceeded three times of the no. of votes cast against, I hereby report that the above resolutions were passed with requisite majority.

3. The poll papers and all other relevant records have been sealed and kept under my safe custody for handing over to the Company after signing of the minutes by the Chairman.
4. The data sheet relating to e-voting and other related papers/registers, records are in the safe custody of the undersigned, and that they will be handed over to the Chairman of the company, once the Minutes are approved and signed.

Thanking you,

Yours Sincerely,
For B Chandra & Associates
Company Secretaries in Practice



A handwritten signature in black ink, appearing to read "G Subhasree".

G SUBHASREE
PARTNER
CP No 13312

Encl: Polling Papers 26 in number (One shareholder holding 2 DP IDs voted in same polling paper).