



# HYPERSOFT

**TECHNOLOGIES LIMITED****CIN-L29309TG1983PLC003912**

Date: Sept 29, 2018

To,  
The Secretary,  
**BSE LIMITED,**  
P J Towers, Dalal Streets,  
Mumbai - 400001

Dear Sir/Madam,

**Ref.: Scrip Code: 539724****Sub.: Outcome of 35<sup>th</sup> Annual General Meeting & Voting results.**

This is with reference to our earlier letter dated August 10, 2018 regarding the 35<sup>th</sup> Annual General Meeting (AGM) of the Company held on September 28, 2018.

In accordance with Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, this is to inform you that the Members of the Company transacted the business as stated in the Notice of 35<sup>th</sup> AGM, dated September 28, 2018.

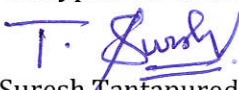
| Sl No. | Description   | Particulars                 |                |              |
|--------|---|-----------------------------|----------------|--------------|
| A.     | Date of AGM   | September 28, 2018          |                |              |
| B.     | Total no. of Shareholders on September 21, 2018 (cut-off) date  | 716                         |                |              |
| C.     | No. of shareholders present in meeting either in person or through proxy  | 52                          |                |              |
| D.     | Shareholders  | Present in person and proxy | Equity Shares  | % to capital |
|        | Promoter & Promoter group   | 6                           | 1406475        | 33.08        |
|        | Public  | 46                          | 14600          | 0.34         |
|        | <b>Total</b>  | <b>52</b>                   | <b>1421075</b> | <b>33.42</b> |
| E.     | No. of shareholders attended the meeting through video conferencing:<br>Promoter & Promoter group: Not applicable<br>Public: Not applicable |                             |                |              |

The agenda-wise disclosure of voting details is enclosed as Annexure-I. The Report of Scrutinizer on remote e-voting & voting at AGM (by polling) is enclosed as Annexure - II.

Further, pursuant to Regulation 30 of the Listing Regulations, summary of the 35<sup>th</sup> AGM proceedings is enclosed as Annexure - III.

Kindly acknowledge the receipt.

Thanking you,  
For Hypersoft Technologies Limited

  
(Suresh Tantapureddy)  
Company Secretary


Encl: a/a

**FORMAT OF VOTING RESULTS**

|   |                    |
|---|--------------------|
| Date of AGM   | September 28, 2018 |
| Total Number of shareholders on record date                                   | 716                |
| No. of shareholders present in the meeting either in person or through proxy: | 52                 |
| Promoter and Promoter Group:  | 6                  |
| Public:   | 46                 |
| No. of Shareholders attended the meeting through Video Conferencing -         | Not Applicable     |

1. To receive, consider and adopt the Audited Balance Sheet as at 31st March, 2018 and Profit&Loss Statement for the year ended on 31st March, 2018 together with notes and annexures thereto and the Report of Directors' and Auditors' thereon.

| Resolution Required:   |                |                           | Ordinary Resolution        |  |                               |                             |   |   |
|--|----------------|---------------------------|----------------------------|--|-------------------------------|-----------------------------|---|---|
| Whether Promoter/ promoter group are interested in resolution: |                |                           | No                         |  |                               |                             |   |   |
| Promoter/ Public   | Mode of Voting | No. of shares held<br>(1) | No. of votes Polled<br>(2) | % of votes polled on outstanding shares<br>(3) = $[(2)/(1) * 100]$ | No. of Votes in favour<br>(4) | No. of votes against<br>(5) | % of Votes in favour on votes polled<br>(6) = $[(4)/(2) * 100]$ | % of Votes against on votes polled<br>(7) = $[(5)/(2) * 100]$ |
| Promoter & promoter Group                                      | e-voting       | 1483575                   | 659650                     | 44.46  | 659650                        | 0                           | 100.00  | 0.00  |
|  | Poll           |                           | 800825                     | 53.98  | 800825                        | 0                           | 100.00  | 0.00  |
|  | <b>Total</b>   |                           | <b>1460475</b>             | <b>98.44</b>   | <b>1460475</b>                | <b>0</b>                    | <b>100.00</b>   | <b>0.00</b>   |
| Public – Institutional Holders                                 | e-voting       | 0                         | 0                          | 0.00   | 0                             | 0                           | 0.00  | 0.00  |
|  | Poll           |                           | 0                          | 0.00   | 0                             | 0                           | 0.00  | 0.00  |
|  | <b>Total</b>   |                           | <b>0</b>                   | <b>0.00</b>  | <b>0</b>                      | <b>0</b>                    | <b>0.00</b>   | <b>0.00</b>   |
| Public – Non Institutions                                      | e-voting       | 2768125                   | 52203                      | 1.89   | 52203                         | 0                           | 100.00  | 0.00  |
|  | Poll           |                           | 14600                      | 0.53   | 14600                         | 0                           | 100.00  | 0.00  |
|  | <b>Total</b>   |                           | <b>66803</b>               | <b>2.41</b>  | <b>66803</b>                  | <b>0</b>                    | <b>100.00</b>   | <b>0.00</b>   |
| <b>Grand Total</b>   |                | <b>4251700</b>            | <b>1527278</b>             | <b>35.92</b>   | <b>1527278</b>                | <b>0</b>                    | <b>100.00</b>   | <b>0.0000</b>   |

T. 

2. To re-appoint Mrs. Geeta Feroz Bhote, Woman Director who retires by rotation and being eligible, offers herself for re-appointment.

| Resolution Required:   |                |                           | Ordinary Resolution        |  |                               |                             |   |   |
|--|----------------|---------------------------|----------------------------|--|-------------------------------|-----------------------------|---|---|
| Whether Promoter/ promoter group are interested in resolution: |                |                           | No                         |  |                               |                             |   |   |
| Promoter/ Public   | Mode of Voting | No. of shares held<br>(1) | No. of votes Polled<br>(2) | % of votes polled on outstanding shares<br>(3) = [(2)/(1) * 100] | No. of Votes in favour<br>(4) | No. of votes against<br>(5) | % of Votes in favour on votes polled<br>(6) = [(4)/(2) * 100] | % of Votes against on votes polled<br>(7) = [(5)/(2) * 100] |
| Promoter & promoter Group                                      | e-voting       | 1483575                   | 659650                     | 44.46  | 659650                        | 0                           | 100.00  | 0.00  |
|  | Poll           |                           | 800825                     | 53.98  | 800825                        | 0                           | 100.00  | 0.00  |
|  | <b>Total</b>   |                           | <b>1460475</b>             | <b>98.44</b>   | <b>1460475</b>                | <b>0</b>                    | <b>100.00</b>   | <b>0.00</b>   |
| Public – Institutional Holders                                 | e-voting       | 0                         | 0                          | 0.00   | 0                             | 0                           | 0.00  | 0.00  |
|  | Poll           |                           | 0                          | 0.00   | 0                             | 0                           | 0.00  | 0.00  |
|  | <b>Total</b>   |                           | <b>0</b>                   | <b>0.00</b>  | <b>0</b>                      | <b>0</b>                    | <b>0.00</b>   | <b>0.00</b>   |
| Public – Non Institutions                                      | e-voting       | 2768125                   | 52203                      | 1.89   | 52203                         | 0                           | 100.00  | 0.00  |
|  | Poll           |                           | 14600                      | 0.53   | 14600                         | 0                           | 100.00  | 0.00  |
|  | <b>Total</b>   |                           | <b>66803</b>               | <b>2.41</b>  | <b>66803</b>                  | <b>0</b>                    | <b>100.00</b>   | <b>0.00</b>   |
| <b>Grand Total</b>   |                | <b>4251700</b>            | <b>1527278</b>             | <b>35.92</b>   | <b>1527278</b>                | <b>0</b>                    | <b>100.00</b>   | <b>0.0000</b>   |

*T. J. J.*



3.To ratify appointment of M/s. Grandhy & Co, Chartered Accountants as the Statutory Auditors of the company.

| Resolution Required:   |                |                    | Ordinary Resolution |   |                        |                       |                                      |                                    |
|--|----------------|--------------------|---------------------|---|------------------------|-----------------------|--------------------------------------|------------------------------------|
| Whether Promoter/ promoter group are interested in resolution: |                |                    | No                  |   |                        |                       |                                      |                                    |
| Promoter/ Public   | 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 & promoter Group                                      | e-voting       | 1483575            | 659650              | 44.46                                   | 659650                 | 0                     | 100.00                               | 0.00                               |
|  | Poll           |                    | 800825              | 53.98                                   | 800825                 | 0                     | 100.00                               | 0.00                               |
|  | <b>Total</b>   |                    | <b>1460475</b>      | <b>98.44</b>                            | <b>1460475</b>         | <b>0</b>              | <b>100.00</b>                        | <b>0.00</b>                        |
| Public – Institutional Holders                                 | e-voting       | 0                  | 0                   | 0.00                                    | 0                      | 0                     | 0.00                                 | 0.00                               |
|  | Poll           |                    | 0                   | 0.00                                    | 0                      | 0                     | 0.00                                 | 0.00                               |
|  | <b>Total</b>   |                    | <b>0</b>            | <b>0.00</b>                             | <b>0</b>               | <b>0</b>              | <b>0.00</b>                          | <b>0.00</b>                        |
| Public – Non Institutions                                      | e-voting       | 2768125            | 52203               | 1.89                                    | 52203                  | 0                     | 100.00                               | 0.00                               |
|  | Poll           |                    | 14600               | 0.53                                    | 14600                  | 0                     | 100.00                               | 0.00                               |
|  | <b>Total</b>   |                    | <b>66803</b>        | <b>2.41</b>                             | <b>66803</b>           | <b>0</b>              | <b>100.00</b>                        | <b>0.00</b>                        |
| <b>Grand Total</b>   |                | <b>4251700</b>     | <b>1527278</b>      | <b>35.92</b>                            | <b>1527278</b>         | <b>0</b>              | <b>100.00</b>                        | <b>0.0000</b>                      |

*T. Subu*

4. To regularize Mr. Joydip Lahiri (DIN: 07385700) as Independent Director.

| Resolution Required:   |                |                    | Ordinary Resolution |   |                        |                      |                                      |                                    |
|--|----------------|--------------------|---------------------|---|------------------------|----------------------|--------------------------------------|------------------------------------|
| Whether Promoter/ promoter group are interested in resolution: |                |                    | No                  |   |                        |                      |                                      |                                    |
| Promoter/ Public   | 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 & promoter Group                                      | e-voting       | 1483575            | 659650              | 44.46                                   | 659650                 | 0                    | 100.00                               | 0.00                               |
|  | Poll           |                    | 800825              | 53.98                                   | 800825                 | 0                    | 100.00                               | 0.00                               |
|  | <b>Total</b>   |                    | <b>1460475</b>      | <b>98.44</b>                            | <b>1460475</b>         | <b>0</b>             | <b>100.00</b>                        | <b>0.00</b>                        |
| Public – Institutional Holders                                 | e-voting       | 0                  | 0                   | 0.00                                    | 0                      | 0                    | 0.00                                 | 0.00                               |
|  | Poll           |                    | 0                   | 0.00                                    | 0                      | 0                    | 0.00                                 | 0.00                               |
|  | <b>Total</b>   |                    | <b>0</b>            | <b>0.00</b>                             | <b>0</b>               | <b>0</b>             | <b>0.00</b>                          | <b>0.00</b>                        |
| Public – Non Institutions                                      | e-voting       | 2768125            | 52203               | 1.89                                    | 52203                  | 0                    | 100.00                               | 0.00                               |
|  | Poll           |                    | 14600               | 0.53                                    | 14600                  | 0                    | 100.00                               | 0.00                               |
|  | <b>Total</b>   |                    | <b>66803</b>        | <b>2.41</b>                             | <b>66803</b>           | <b>0</b>             | <b>100.00</b>                        | <b>0.00</b>                        |
| <b>Grand Total</b>   |                | <b>4251700</b>     | <b>1527278</b>      | <b>35.92</b>                            | <b>1527278</b>         | <b>0</b>             | <b>100.00</b>                        | <b>0.0000</b>                      |

*T. Juvu*

## CONSOLIDATED SCRUTINIZER'S REPORT

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

To  
The Chairman  
Hypersoft Technologies Limited  
Secunderabad

35th Annual General Meeting (AGM) of the Equity Shareholders of Hypersoft Technologies Limited held on Friday, the 28th September, 2018 at 03:00 PM at the Registered office of the Company at 28, Goyal Society, Moti Valley, Tirmulgherry, Secunderabad - 500015, Telangana, India.

Dear Sir,

I, G. Raghu Babu, Company Secretary in whole-time practice, Partner, R&A Associates, Company Secretaries, Hyderabad was appointed as Scrutinizer by the Board of Directors of the Hypersoft Technologies Limited (Company) for the purpose of scrutinizing the remote e-voting and Poll process for the 35<sup>th</sup> Annual General Meeting (AGM) of the Company in fair and transparent manner pursuant to Section 108 of the Companies Act, 2013 (the Act) read with Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 (as amended) (the Rules) and Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirement) Regulations, 2015 (Listing Regulations), on the resolutions contained in the Notice of the 35<sup>th</sup> AGM of the Members of the Company, held on Friday, the 28th September, 2018 at 03:00 PM at 28, Goyal Society, Moti Valley, Tirmulgherry, Secunderabad - 500015, Telangana, India, submit our report as under.

The Management of the Company is responsible to ensure the compliance with the requirements of the Act and the Rules and Listing Regulations relating to remote e-voting and Poll process for the resolutions contained in the Notice of the 35<sup>th</sup> AGM of the Members of the Company. Our responsibility as a Scrutinizer is to ensure that remote e-voting and Poll process is carried out in a fair and transparent manner and to make a consolidated scrutinizer's report on remote e-voting and Poll at the AGM venue. The Company has engaged the services of M/s Central Depository Services (India) Limited (CDSL), Hyderabad for voting by electronic means.

In accordance with the Notice of the 35<sup>th</sup> AGM sent to the Members and the 'Advertisement' published pursuant to Rule 20 of the Companies (Management and Administration) Rules, 2014 (as amended), the remote e-voting period was open from Tuesday, 25th September, 2018 at 10:00 AM IST to Thursday, 27th September, 2018 at 5:00 PM IST.

Members holding shares as on Friday, September 21, 2018, "cut off date", were entitled to vote on the resolution stated in the Notice of the 35<sup>th</sup> AGM of the Company.

The Poll at the AGM venue was allowed with our assistance by using ballot paper, on the resolutions on which the voting is to be held. The said ballot paper was provided to all those Members who were present at the AGM venue but have not cast their votes by availing the





remote e-voting facility. As per the information provided by CDSL, the name of the Members who had voted through remote e-voting facility was blocked.

After the conclusion of the voting at the AGM venue, the votes cast thereat were counted. Thereafter, the votes on remote e-voting were unblocked on Friday, September 28, 2018 at 6.30 PM IST, in the presence of two witnesses who were not employees of the Company and the e-voting results/list of Members who have voted for and against were downloaded from the e-voting website of CDSL.

The combined results of the remote e-voting and Poll at the AGM venue are given as 'Annexure-A' to this report. Based on combined results, we report that, all the resolutions as per the Notice of the 35<sup>th</sup> AGM of the Company have been passed unanimously.

The electronic data and all other relevant records relating to the remote e-voting and voting at the AGM venue are under my safe custody until the Chairman approves and sign the Minutes of the 35<sup>th</sup> AGM and thereafter will be handed over to the Company Secretary of the Company for safe preservation.

Thanking you,

Place: Hyderabad  
Date: September 29, 2018

For R & A Associates

(G. Raghu Babu)  
Partner  
FCS No.4448, CP No.2820



Witness -1:

Signature:

Name:

  
MD HAMEEDUDDIN  
JAROUPOL.

Witness -2:

Signature:

Name:

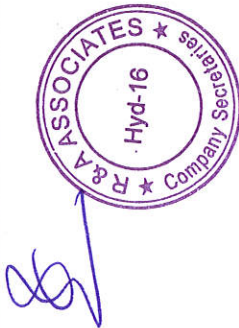
  
K. VANAJA



**Hypersoft Technologies Limited - 35th Annual General Meeting held on 28th September, 2018**  
**Combined Results (E-Voting and Poll)**

Annexure-A

| Item number of Notice and type of resolution | Description  | Particulars of Business          | Total no. of votes cast                  | Votes in favour of the resolution        |                          | Votes against the resolution |                    | Invalid Votes      |                    |
|--|--|----------------------------------|--|--|--------------------------|------------------------------|--------------------|--------------------|--------------------|
|  |  |                                  |  | No's                                     | % age                    | No's                         | % age              | No's               | % age              |
| 1 - Ordinary Resolution                      | To receive, consider and adopt the Audited Balance Sheet as at 31st March, 2018 and Profit&Loss Statement for the year ended on 31st March, 2018 together with notes and annexures thereto and the Report of Directors' and Auditors' thereon. | E-voting<br>Poll<br><b>Total</b> | 7,11,853<br>8,15,425<br><b>15,27,278</b> | 7,11,853<br>8,15,425<br><b>15,27,278</b> | 100<br>100<br><b>100</b> | -<br>-<br><b>-</b>           | -<br>-<br><b>-</b> | -<br>-<br><b>-</b> | -<br>-<br><b>-</b> |
| 2 - Ordinary Resolution                      | To re-appoint Mrs. Geeta Feroz Bhote, Woman Director who retires by rotation and being eligible, offers herself for re-appointment.  | E-voting<br>Poll<br><b>Total</b> | 7,11,853<br>8,15,425<br><b>15,27,278</b> | 7,11,853<br>8,15,425<br><b>15,27,278</b> | 100<br>100<br><b>100</b> | -<br>-<br><b>-</b>           | -<br>-<br><b>-</b> | -<br>-<br><b>-</b> | -<br>-<br><b>-</b> |
| 3 - Ordinary Resolution                      | To ratify appointment of M/s. Grandhy & Co, Chartered Accountants as the Statutory Auditors of the Company.  | E-voting<br>Poll<br><b>Total</b> | 7,11,853<br>8,15,425<br><b>15,27,278</b> | 7,11,853<br>8,15,425<br><b>15,27,278</b> | 100<br>100<br><b>100</b> | -<br>-<br><b>-</b>           | -<br>-<br><b>-</b> | -<br>-<br><b>-</b> | -<br>-<br><b>-</b> |
| 4 - Ordinary Resolution                      | To regularize Mr. Joydip Lahiri (DIN: 07385700) as Independent Director.   | E-voting<br>Poll<br><b>Total</b> | 7,11,853<br>8,15,425<br><b>15,27,278</b> | 7,11,853<br>8,15,425<br><b>15,27,278</b> | 100<br>100<br><b>100</b> | -<br>-<br><b>-</b>           | -<br>-<br><b>-</b> | -<br>-<br><b>-</b> | -<br>-<br><b>-</b> |







# HYPERSOFT

TECHNOLOGIES LIMITED

CIN-L29309TG1983PLC003912

**ANNEXURE-III**

**SUMMARY OF PROCEEDINGS OF THE 35<sup>TH</sup> ANNUAL GENERAL MEETING**

35<sup>th</sup> Annual General Meeting (AGM) of the Members of **Hypersoft Technologies Limited** (Company) was held on Friday, 28<sup>th</sup> September, 2018 at 03.00 P.M at Flat no. 28, Goyal society, Moti valley, Tirmulgherry, Secunderabad 500015, Telangana, INDIA.

**Directors Present:**

- |                           |                                      |
|---------------------------|--------------------------------------|
| 1. Shri Feroz Russi Bhote | Chairman, Managing Director & Member |
| 2. Shri Joydip Lahiri     | Independent Director                 |

**In Attendance:**

- |                          |                                    |
|--------------------------|------------------------------------|
| Shri Khudaventh Shaik    | Chief Financial Officer            |
| Shri Suresh Tantapureddy | Company Secretary                  |
| Shri G. Raghu Babu       | M/s R & A Associates (Scrutinizer) |

**Members Present:**

In person & by proxy, 52 representing 14,21,075 shares

Shri Khudaventh Shaik welcomed the members to the meeting and invited the Chairman and Directors to the dais. All Directors attend the meeting.

Chairman invited Mrs. Anuradha to offer prayer before commencement of meeting.

Shri Feroz Russi Bhote, Chairman occupied the Chair and introduced Directors on the Dias. Total forty-Eight (52) members (including proxies) were present at the meeting as per the records of attendance. Since the requisite quorum was present, the Chairman directed commencement of the Meeting.

With the permission of members, the notice, Annual Report and Accounts of the Company were taken as read.

The Chairman delivered his speech followed with the address by Managing Director speech which highlighted the operations of the Company during the Financial Year 2017-18, shared the future outlook of the Company and further threw light on Global, Indian & Regional economies.

Members were informed that pursuant to Section 108 of Companies Act, 2013 read with Rules made there under and listing agreement, the Company provided the facility of remote e-voting to the shareholders to cast their vote electronically on the resolutions as set out in the Notice. The remote e-voting commenced at 10.00 A.M on September 25, 2018 and ended at 5.00 P.M. on September 27,



# HYPERSOFT

TECHNOLOGIES LIMITED

CIN-L29309TG1983PLC003912

2018. Pursuant to Section 109 of the Companies Act, 2013 read with Rules made there under, chairman of the company had suo moto called for a Poll for the business at the AGM. The Company has engaged the services of Central Depository Services (India) Limited (CDSL) as the agency for providing e-voting facility.

Board of Directors appointed Shri G. Raghu Babu, Company Secretary in whole-time practice, R&A Associates, Company Secretaries, Hyderabad as a Scrutinizer for the purpose of scrutinizing the e-voting process and Poll in a fair and transparent manner.

Chairman briefed each resolution to be passed at AGM and invited the members to seek clarification on the items of business at AGM to which the Management replied satisfactorily.

Thereafter, the Chairman ordered for poll at the meeting and requested Shri G. Raghu Babu, Scrutinizer for orderly conduct of voting. The Chairman informed the members that the combined results of e-voting, physical ballot forms and voting by poll at AGM would be placed on the website of the Company on 29<sup>th</sup> September, 2018.

The resolutions passed by the members with requisite majority related to the following:

**Ordinary Business:**

1. To receive, consider and adopt the Audited Balance Sheet as at 31st March, 2018 and Profit & Loss Statement for the year ended on 31st March, 2018 together with notes and annexures thereto and the Report of Directors' and Auditors' thereon. (Ordinary resolution)
2. To re-appoint Mrs. Geeta Feroz Bhote, Woman Director who retires by rotation and being eligible, offers herself for re-appointment. (Ordinary resolution)
3. To ratify appointment of M/s. Grandhy & Co, Chartered Accountants as the Statutory Auditors of the Company. (Ordinary resolution)

**Special Business:**

4. To regularize Mr. Joydip Lahiri (DIN: 07385700) as Independent Director. (Ordinary resolution).  
Thanking you

Yours faithfully  
For HyperSoft Technologies Limited

(Suresh Tantapureddy)  
Company Secretary