



Attorneys

KA/21/2015/26-09

To,
The Chairman,
Shyama Infosys Limited,
B-6, Hema Industrial estate, Sarvodaya Nagar
Jogeshwari East,
Mumbai- 400 060.

September 26, 2015

Dear Sir,

Sub: Scrutinizer's Report on Electronic Voting and Ballot Paper Process

The Board of Directors of the Shyama Infosys Limited (the "Company") in their meeting held on 29th May, 2015 appointed us as the Scrutinizer for the purpose of receiving, processing and scrutinizing the e-voting and voting through ballot process and to ascertaining the requisite majority on voting made. The said voting is carried out under the provisions of Section 108 and 110 of the Companies Act, 2013 (the "Act") to be read with Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 (the "Rules") and Clause 35B of the Listing Agreement or any other Rules or Laws as may be applicable (including any modifications & re-enactment thereof for the time being in force).

The voting are for the resolutions contained in the Notice of the 25th Annual General Meeting of the members of the Company (the "AGM"), to be held on Friday, the 25th September, 2015 at 11:00 HRS at its Registered Office situated at B-6, Hema Industrial estate, Sarvodaya Nagar Jogeshwari East, Mumbai- 400 060.

As required under the said Act read with Rules, a Notice dated the 29th May, 2015 along with explanatory statement was sent to the members whose names appear in the Register of Members as on 18th September, 2015. The Company provided the e- voting facility offered by the CDSL eVoting System.

Pursuant to the applicable provisions of the Acts and Rules, the Management of the Company is responsible to ensure the compliance with the requirements of the Act and Rules relating to voting on the resolutions contained in the Notice.

Our responsibility being as a Scrutinizer for the voting process is restricted to prepare a Scrutinizer's Report of the votes cast in "*favor*" or "*against*" and "*invalid*" votes, if any, based on the reports generated from the CDSL eVoting System i.e. www.evotingindia.com which is based on the information furnished to the CDSL eVoting System by the concerned authority engaged by the Company and the ballot forms received by us.

The e-voting period commences at 09.00 A.M. on 22rd September, 2015 and ends at 17.00 HRS on the 24th September, 2015. The CDSL eVoting System has been used for the same which was blocked thereafter and the e-votes cast under e-voting facility were unblocked on 25th September, 2015 in the presence of two witnesses namely Mr. Abhishek Upadhyaya and Mr. Raj Kumar Dhar who were not in employment of the Company.

Based on the ballot forms received and report of e-voting generated from the CDSL eVoting System, we put forward the outcome of voting as under –

Item No. 1**ORDINARY RESOLUTION**

To receive, consider and adopt the Audited Balance Sheet as at 31st March, 2015 and Statement of Profit & Loss for the year ended on that date together with the Reports of the Directors and Auditors thereon.

Votes cast in favor of the Resolution

Mode of Voting	Total number of members casted there Vote	Total number of Votes cast	% of total number of Votes cast
E- Voting	10	868550	100
Polling Paper	NIL	NIL	0.00
Total	10	868550	100

Votes cast against the Resolution

Mode of Voting	Total number of members casted there Vote	Total number of Votes cast	% of total number of Votes cast
E- Voting	NIL	NIL	0.00
Polling Paper	NIL	NIL	0.00
Total	NIL	NIL	0.00

Invalid Votes

Mode of Voting	Total number of members whose Votes were declared invalid	Total number of Votes cast	% of total number of Votes cast
E- Voting	NIL	NIL	0.00
Polling Paper	NIL	NIL	0.00
Total	NIL	NIL	0.00

Item No. 2**ORDINARY RESOLUTION**

To appoint a director in place of Shri Pradeep Kumar Garg and Shri rakesh Bajaj who retire by rotation and being eligible, offer themselves for re-appointment.

Votes cast in favor of the Resolution

Mode of Voting	Total number of members casted there Vote	Total number of Votes cast	% of total number of Votes cast
E- Voting	10	868550	100
Polling Paper	NIL	NIL	0.00
Total	10	868550	100

Votes cast against the Resolution

Mode of Voting	Total number of members casted there Vote	Total number of Votes cast	% of total number of Votes cast
E- Voting	NIL	NIL	0.00
Polling Paper	NIL	NIL	0.00
Total	NIL	NIL	0.00

Invalid Votes

Mode of Voting	Total number of members whose Votes were declared invalid	Total number of Votes cast	% of total number of Votes cast
E- Voting	NIL	NIL	0.00
Polling Paper	NIL	NIL	0.00
Total	NIL	NIL	0.00

Item No. 3**ORDINARY RESOLUTION**

To appoint S. K. Das & Associates, Chartered Accountants, as Auditors of the Company and to fix their remuneration.

Votes cast in favor of the Resolution

Mode of Voting	Total number of members casted there Vote	Total number of Votes cast	% of total number of Votes cast
E- Voting	10	868550	100
Polling Paper	NIL	NIL	0.00
Total	10	868550	100

Votes cast against the Resolution

Mode of Voting	Total number of members casted there Vote	Total number of Votes cast	% of total number of Votes cast
E- Voting	NIL	NIL	0.00
Polling Paper	NIL	NIL	0.00
Total	NIL	NIL	0.00

Invalid Votes

Mode of Voting	Total number of members whose Votes were declared invalid	Total number of Votes cast	% of total number of Votes cast
E- Voting	NIL	NIL	0.00
Polling Paper	NIL	NIL	0.00
Total	NIL	NIL	0.00

Henceforth, all the Resolutions stands passed under voting with the requisite and as required majority.

We further confirm that the Registers received from the service provider and all other papers & records' relating to voting been properly maintained by us under our safe custody will be handed over to the Company after the receipt of confirmation of the signing of the minutes by the Chairman.

For and on behalf of

Kamalia Associates

Udit Agarwal
Advocate