

Intellect/SEC/2015-16

July 29, 2015

The National Stock Exchange of India Limited
Exchange Plaza, 5th Floor, Plot No.C/1, G Block,
Bandra Kurla Complex
Bandra(E), Mumbai-400 051

The Bombay Stock Exchange Ltd
1st Floor, New Trade Ring, Rotunda Building
PJ Towers, Dalal Street, Fort, Mumbai-400 001

Dear Sir/Madam,

Sub : Clause No.35A of the Listing Agreement – Voting Results

In accordance with the Clause No.35A of the Listing Agreement, we write to inform you that the Members of the Company at the Annual General Meeting (“AGM”) held on 28th July 2015 transacted the following businesses :

S.No.	Description					
A	Date of AGM			28th July 2015		
B	Book Closure Date			17-07-2015 Cut off date for voting – 21-07-2015		
C	Total number of shareholders on record date			50,520		
D	No. of Shareholders present in the meeting either in Person or Through Proxy			Present in Person : 1,099 Through Proxy : 2		
	Shareholders	Present in Person	Present through Proxy	Total	Shares	% to Capital
	Promoter and Promoter Group	2	--	2	27274663	27.16732
	Public	1097	2	1099	736844	0.73394
	Total	1099	2	1101	28011507	27.90126
E	No. of the Shareholders attended the meeting through Video Conferencing : - No Video conferencing facility was made available.					

Intellect Design Arena Limited

Registered Office: Polaris House, 244 Anna Salai, Chennai - 600 006, India | Ph: +91-44-3987 4000, 3984 3400 | Fax: +91-44-2852 3280
Corporate Headquarters: 34 IT Highway, Chennai - 603 103, India | Ph: +91-44-2743 5001, 3987 3000 | Fax: +91-44-2743 5166
www.intellectdesign.com



Outcome of the Annual General Meeting of the Members of the Company :

The Annual General Meeting of the Members of the Company was held on Tuesday, 28th July 2015 at 3:00 P.M. at the "Rani Seethai Hall", No. 603, First Floor, Anna Salai, Thousand Lights, Chennai – 600 006. The mode of voting was by the way of E-Voting. The Shareholders transacted the business as provided in Annexure. Scrutinisers Report is also enclosed.

Request you to kindly take same on record

Thanking you,

Yours truly,
for **Intellect Design Arena Limited**
(formerly known as Fin Tech Grid Limited)

V.V.Naresh
Vice President-Company Secretary & Compliance Officer



Encl: as above

29th July 2015

To

The Chairman,
Intellect Design Arena Limited,
No.244, Anna Salai,
Chennai – 600006, India

SUB: CONSOLIDATED SCRUTINIZER'S REPORT ON THE ELECTRONIC VOTING IN RESPECT OF MATTERS SET-OUT IN THE NOTICE OF 4th ANNUAL GENERAL MEETING.

Dear Sir,

1. I have been appointed as a Scrutinizer vide letter dated 21st May 2015 to scrutinize the Remote e-voting and the polling at the annual general meeting, in respect of the following matters set-out in the notice for the 4th Annual General Meeting, dated 21st May 2015:

a) To receive, consider and adopt:

(i) the audited financial statements of the Company for the financial year ended 31st March, 2015 and the reports of the Board of Directors and Auditors thereon.

(ii) the audited Consolidated Financial Statements of the Company for the financial year ended 31st March 2015. ("**Resolution No.1**")

b) To ratify the appointment of Auditors of the Company, who were appointed at the Third Annual General Meeting to hold office for a period of five years till the conclusion of the Annual General Meeting of the company to be held in the calendar year 2019 and to authorize the Board of Directors to fix their remuneration. ("**Resolution No.2**")

c) To appoint Mr. Anil Kumar Verma (DIN:01957168) as an Executive Director. ("**Resolution No.3**")

d) Enhancement of investments of the Company in the Share Capital of Intellect Polaris Design LLC, USA. ("**Resolution No.4**")

2. The Company had entered into an arrangement with Karvy Computershare Private Limited ("**Karvy**"), for providing the electronic voting ("**Remote e-voting**") facility and also an electronic voting solution ("**InstaPoll**") to enable its members to vote on the above matters at the meeting.

3. I submit my report as under, in respect of both (i.e) the e-voting and the InstaPoll.

3.1 The Remote e-voting period commenced on 25th July 2015 at 9.00 am IST and ended on 27th July, 2015 at 5:00 pm IST.

3.2 We were provided by Karvy, the list of shareholders who have voted at the Remote e-voting facility, so as to ensure that voting by the shareholders / proxies is exercised only by those who have not voted using the Remote e-voting facility.



3.3 At the venue of annual general meeting, voting had commenced after the commencement of the meeting and was permitted at the end of the discussions on the resolutions also. After completion of voting at the meeting, Karvy made available to me, the details of votes cast at the InstaPoll.

4. The details of the InstaPoll, held at the Annual General Meeting, is as under:

Resolution No.	Total Number of shareholders who have cast their vote by InstaPoll	No. of Equity shares
Resolution No. 1	26	35331
Resolution No. 2	26	35331
Resolution No. 3	26	35331
Resolution No. 4	26	35331

5. I report to you the details of votes cast “FOR” and “AGAINST” under the InstaPoll held at the Annual General Meeting:

Resolution No.	Total Valid Votes	Total No. of Equity Shares voting on the Resolution	FOR		AGAINST	
			No. of Equity shares	Percentage	No. of Equity shares	Percentage
Resolution No. 1	26	35331	35331	100.00%	0	0.00
Resolution No. 2	26	35331	35331	100.00%	0	0.00
Resolution No. 3	26	35331	35281	99.86%	50	0.14%
Resolution No. 4	26	35331	35331	100.00%	0	0.00

6. I unblocked the Remote e-voting results on Karvy's e-voting platform, in the presence of Aravinth Rajagopal and Lakshmi Rengarajan and downloaded the results.

7. Details of Remote e-voting that were cast between 25th July 2015 and 27th July 2015 is as under:

Resolution No.	Total Number of shareholders who have cast their vote by Remote e-voting	No. of Equity shares
Resolution No. 1	86	54683818
Resolution No. 2	86	54683818
Resolution No. 3	86	54683818
Resolution No. 4	86	54683818

8. Details of scrutiny carried out in respect of the Remote e-voting:

a) With respect to Corporate Shareholders – the scrutiny is whether the Corporate Shareholder has provided a board resolution authorising a natural person to vote at a general meeting of the company.

b) With respect to Mutual Funds – the scrutiny is whether the Trustee Company of the Mutual Fund has provided a board resolution authorising a natural person to vote at a general meeting of the company.

c) With respect to FII's and FPI's – the scrutiny is availability of a Power of Attorney (“**POA**”) given by the FII / FPI in favour of a custodian in India, and POA is scrutinized for the following:

- i. Whether the name of the FII / FPI in the POA attached is the same, or where there is a name mismatch – whether any SEBI registration certificate for the change in name is available or not;
- ii. Where the POA bears a date of execution;
- iii. Where the POA has been executed outside India – has the same has been Apostilled in that country;
- iv. Whether the POA has been adjudicated under the Indian Stamp Act – else the document cannot be valid in India;
- v. Whether under the POA the FII/FPI has given to the custodian – the custodian has a right to vote at general meetings and/or appoint a person as a proxy to attend and vote at a general meeting;
- vi. Whether the Custodian has by way of an applicable authorisation document, given a power to vote to its officer or any natural person.

TREATING AS INVALID: Based on the scrutiny as above, I considered 3464031 shares for each of the Resolutions, as NOT VALID, as the documents uploaded did not meet any one of the aforesaid conditions.

9. I report to you the details of valid votes cast “FOR” and “AGAINST” under the Remote e-voting held between 25th July 2015 and 27th July 2015:

Resolution No.	Total no share holders whose votes were considered valid	Total No. of Equity Shares with respect to which vote have been cast and considered valid	FOR		AGAINST	
			No. of Equity shares	Percentage	No. of Equity shares	Percentage
Resolution No. 1	75	51219787	51219787	100.00%	0	0.00
Resolution No. 2	75	51219787	51219787	100.00%	0	0.00
Resolution No. 3	75	51219787	48128580	93.96%	3091207	6.04%
Resolution No. 4	75	51219787	49461406	96.57%	1758381	3.43%

10. The consolidated report on the votes cast through the Instapoll (held at the Annual General Meeting) and Remote e-voting (held between 25th July 2015 and 27th July 2015) is as below:

Resolution No.	FOR		AGAINST	
	No. of Equity Shares	Percentage	No. of Equity Shares	Percentage
Resolution No. 1	51255118	100.00%	0	0.00
Resolution No. 2	51255118	100.00%	0	0.00
Resolution No. 3	48163861	93.97%	3091257	6.03%
Resolution No. 4	49496737	96.57%	1758381	3.43%

for 

Place: Chennai.
Date: 29th July 2015
Time: 5:45 P.M.

S ESHWAR
FCS. No. 6097, C.P. NO. 5280

Countersigned:
For Intellect Design Arena Limited

V.V.NARESH
Company Secretary & Compliance Officer





Resolution ID	Category	Shares Held (1)	Votes Polled (2)	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour (4)	No. of Votes - against (5)	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100
1 - To receive, consider, approve and adopt: (i) the Audited Financial Statements of the Company for the Financial Year ended 31st March, 2015 and the reports of the Board of Directors and Auditors thereon; and (ii) the Audited Consolidated Financial Statements of the Company for the financial year ended 31st March, 2015.	Promoter and Promoter Group	3,21,45,120	3,21,01,070	99.86%	3,21,01,070	-	100.00%	0.00%
	Public - Institutional	2,58,94,810	1,26,83,043	48.98%	1,26,83,043	-	100.00%	0.00%
	Public-Others	4,23,55,194	64,71,005	15.28%	64,71,005	-	100.00%	0.00%
	Total	10,03,95,124	5,12,55,118	51.05%	5,12,55,118	-	100.00%	0.00%
2 - To ratify the appointment of Auditors of the Company who were appointed at the 3rd Annual General Meeting to hold office for a period of 5 years (i.e) till the conclusion of next Annual General Meeting of the Company to be held in the calendar year 2019 and to authorize the Board of Directors to fix their remuneration	Promoter and Promoter Group	3,21,45,120	3,21,01,070	99.86%	3,21,01,070	-	100.00%	0.00%
	Public - Institutional	2,58,94,810	1,26,83,043	48.98%	1,26,83,043	-	100.00%	0.00%
	Public-Others	4,23,55,194	64,71,005	15.28%	64,71,005	-	100.00%	0.00%
	Total	10,03,95,124	5,12,55,118	51.05%	5,12,55,118	-	100.00%	0.00%
3. To appoint Mr. Anil Kumar Verma (DIN:01957168) as an Executive Director	Promoter and Promoter Group	3,21,45,120	3,21,01,070	99.86%	3,21,01,070	-	100.00%	0.00%
	Public - Institutional	2,58,94,810	1,26,83,043	48.98%	95,91,836	30,91,207	75.63%	24.37%
	Public-Others	4,23,55,194	64,71,005	15.28%	64,70,955	50	100.00%	0.00%
	Total	10,03,95,124	5,12,55,118	51.05%	4,81,63,861	30,91,257	93.97%	6.03%
4. Enhancement of investments of the Company in the Share Capital of Intellect Polaris Design LLC, USA.	Promoter and Promoter Group	3,21,45,120	3,21,01,070	99.86%	3,21,01,070	-	100.00%	0.00%
	Public - Institutional	2,58,94,810	1,26,83,043	48.98%	1,09,24,672	17,58,371	86.14%	13.86%
	Public-Others	4,23,55,194	64,71,005	15.28%	64,70,995	10	100.00%	0.00%
	Total	10,03,95,124	5,12,55,118	51.05%	4,94,96,737	17,58,381	96.57%	3.43%

