

Date: July 19, 2018

Listing Department BSE Limited 25 th Floor, Phiroze Jeejeebhoy Towers Dalal Street, Fort Mumbai-400 001 Tel No. 022- 22723121 Fax No. 022- 22721919 STOCK CODE: 523704	Listing Department The National Stock Exchange of India Limited Exchange Plaza, C-1, Block G, Bandra Kurla Complex, Bandra (E), Mumbai – 400 051 Tel No.: 022- 26598100 Fax No. 022-26598120 STOCK CODE: MASTEK
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Dear Sir(s)/Ma'am(s),

Subject: Summary of the Proceedings/Outcome of 36th Annual General Meeting of the Company - Regulation 30 read with Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.

Pursuant to Regulation 30 read with Schedule III of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, the 36th Annual General Meeting of the Company was held on Thursday, July 19, 2018 at H.T. Parekh Auditorium, AMA Complex, ATIRA, Dr. Vikram Sarabhai Marg, Ahmedabad 380015, Gujarat at 11.00 a.m. In this regard, please find enclosed the Summary of the Proceedings of the 36th Annual General Meeting of the Company.

Request you to take the above on your record.

Yours faithfully,

For MASTEK LIMITED


Director Kalani
Company Secretary
Encl: - As above



Summary of the Proceedings/Outcome of 36th Annual General Meeting of the Company held on July 19, 2018

The 36th Annual General Meeting (AGM) of the Company was held on Thursday, July 19, 2018 at H.T. Parekh Auditorium, AMA Complex, ATIRA. Dr. Vikram Sarabhai Marg, Ahmedabad 380015, Gujarat at 11.00 a.m.

Mr. S. Sandilya, Chairman of the Company chaired the Meeting.

Total Number of shareholders as on record date: 20,411
Cut-off date for E-voting : July 12, 2018

No. of Shareholders present at the meeting either in person or through proxy.

Category	In person	Through Proxy/ Authorized Representative	Total
Promoter and Promoter group	7	0	7
Public	64	1 (Authorized Representative)	65
Total	71	1	72

Company Secretary informed that as required under Companies Act, 2013 and SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, Remote E-Voting facility was provided by the Company through KARVY E-voting platform to enable the Members to exercise their votes. The remote E-voting process was kept open for the Members from Sunday, July 15, 2018 (9.00 a.m. IST) and will end on Wednesday, July 18, 2018 (5.00 p.m. IST). Instapoll facility was also provided to the Members present at the meeting who have not cast their votes through Remote E-Voting.

As the requisite quorum was present, the Chairman called the Meeting to order. The Chairman welcomed the Members and then introduced the Directors, Group Chief Executive Officer, Group Chief Financial Officer and Company Secretary of the Company.

With the consent of the Members, the Notice of the AGM was taken as read.

Chairman informed that Mr. Prashant Mehta, Practising Company Secretary has been appointed as the Scrutinizer by the Board of Directors for conducting the voting process in a fair and transparent manner.

Mr. Ashank Desai informed the Members that the Company has been awarded with the prestigious award for **“OUTSTANDING CONTRIBUTION – IT”** at the 1st edition of the CNBC-AWAAZ CEO Awards on 7th July, 2018, chosen for the outstanding contribution in the IT Sector for an inspiring journey along with the impeccable credentials.

Shareholders appreciated the same.

Then Mr. Sudhakar Ram-Vice-Chairman & Managing Director and Mr John Owen- Group Chief Executive Officer, briefed the Members on the performance/plans of the Company. Chairman then explained the objective and implications of each of the resolutions before they were put to vote at the meeting.

Thereafter the following Resolutions as set out in the Notice of AGM were read out before the Members.

Sr. No	Resolutions
Ordinary Business: Ordinary Resolutions	
1	To receive, consider and adopt Audited Standalone and Consolidated Financial Statements of the Company for the financial year ended March 31, 2018 together with reports of the Board of Directors and the Auditors' thereon.
2	To confirm the payment of Interim Dividend of Rs. 2/- per Equity Share and declare a Final Dividend of Rs. 4/- per Equity Share (Face Value of Rs. 5/- each) for the financial year 2017-18.
3	Re-appoint a Director in place of Mr. Ashank Desai (DIN: 00017767), a Non- Executive Director who retires by rotation and being eligible, offers himself for reappointment.
4	To consider the ratification for appointment of M/s. Walker Chandiok & Co. LLP, Chartered Accountants (Firm Registration No. 001076N/N500013), as Statutory Auditors of the Company from the conclusion of this Annual General Meeting till the conclusion of the 40th Annual General Meeting, to be held in year 2022 and to fix their remuneration
Special Business: Special Resolution	
5	To consider Payment of Profit related Commission to Non- Executive Directors including Independent Directors for a period of five financial years commencing from April 01, 2018 to March 31, 2023.
6	To consider Payment of Certain Benefits/Perquisites to Mr. Ashank Desai- Non-Executive Director for a period of three (3) years effective from July 01, 2018 to June 30, 2021

The Chairman then invited the Members to express their views, comments and queries on the Financial Statements and on all the above resolutions. The Chairman, Vice Chairman & Managing Director, Group Chief Executive Officer, Group Chief Financial Officer and Company Secretary responded to the queries of the Members.

Then Chairman once again requested all the Members present to cast their votes through Instapoll which was provided to the Members present at the meeting and who have not cast their votes through Remote E-voting.

The Chairman informed that the Combined Scrutinizer's Report on Remote E-Voting and Instapoll would be uploaded on the Company's website, Website of National Stock Exchange of India Limited, BSE Limited and Karvy Computershare Private Ltd.

The meeting concluded at 12.05p.m. with a Vote of Thanks.

Based on the Scrutinizer's Report, we hereby inform you that all the above Resolutions have been passed by the shareholders with a requisite majority.

Please find attached the result and the Scrutinizer's Report for the said AGM and the same will be informed and uploaded on the website of Karvy Computershare Private Ltd and of the Company as well.

For MASTEK LIMITED


Dinesh Kalani
Company Secretary



	MASTEK LTD
Date of the AGM/EGM	19-07-2018
Total number of shareholders on record date	20411
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	7
Public:	65
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable

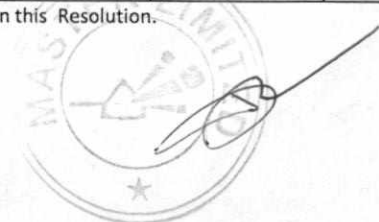
Resolution No.	1							
Resolution required: (Ordinary/ Special)	ORDINARY - To receive, consider and adopt Audited Standalone and Consolidated Financial Statements of the Company for the year ended March 31, 2018 together with reports of the Board of Directors and the Auditors' Report thereon for the year ended March 31, 2018.							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of 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
Promoter and Promoter Group	E-Voting	11153660	11153660	100.0000	11153660	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		11153660	100	11153660	0	100.0000	0.0000
Public- Institutions	E-Voting	4213073	3263863	77.4699	3263863	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		3263863	77.4699	3263863	0	100.0000	0.0000
Public- Non Institutions	E-Voting	8419080	11644	0.1383	11644	0	100.0000	0.0000
	Poll		70362	0.8357	70362	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		82006	0.974	82006	0	100.0000	0.0000
Total		23785813	14499529	60.9587	14499529	0	100.0000	0.0000



Resolution No.	2							
Resolution required: (Ordinary/ Special)	ORDINARY - To confirm the payment of Interim Dividend of Rs. 2/- per Equity Share of Rs. 5/- each and declare a Final Dividend of Rs. 4/- per Equity Share of Rs. 5/- each for the financial year 2017-18.							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of 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
Promoter and Promoter Group	E-Voting	11153660	11153660	100.0000	11153660	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		11153660	100	11153660	0	100.0000	0.0000
Public- Institutions	E-Voting	4213073	3263863	77.4699	3263863	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		3263863	77.4699	3263863	0	100.0000	0.0000
Public- Non Institutions	E-Voting	8419080	11644	0.1383	11644	0	100.0000	0.0000
	Poll		70362	0.8357	70362	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		82006	0.974	82006	0	100.0000	0.0000
Total	23785813	14499529	60.9587	14499529	0	100.0000	0.0000	



Resolution No.	3							
Resolution required: (Ordinary/ Special)	ORDINARY - To appoint a Director in place of Mr. Ashank Desai (DIN: 00017767), a Non- Executive Director who retires by rotation and being eligible, offers himself for reappointment.							
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes							
Category	Mode of Voting	No. of shares held (1)	No. of 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
Promoter and Promoter Group	E-Voting	11153660	7745708	69.4454	7745708	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		7745708	69.4454	7745708	0	100.0000	0.0000
Public- Institutions	E-Voting	4213073	3263863	77.4699	2595098	668765	79.5100	20.4899
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		3263863	77.4699	2595098	668765	79.5100	20.4900
Public- Non Institutions	E-Voting	8419080	11644	0.1383	11624	20	99.8282	0.1717
	Poll		70362	0.8357	70362	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		82006	0.974	81986	20	99.9756	0.0244
Total	23785813	11091577	46.6311	10422792	668785	93.9703	6.0297	
Note: Mr. Ashank Desai and his relatives had remained abstained from Voting being Interested in this Resolution.								



Resolution No.	4							
Resolution required: (Ordinary/ Special)	ORDINARY - To consider the ratification for appointment of M/s. Walker Chandlok & Co. LLP , Chartered Accountants (Firm Registration No. 001076N/N500013), as Statutory Auditors of the Company from the conclusion of this Annual General Meeting till the conclusion of the 40th Annual General Meeting, to be held in 2022							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of 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
Promoter and Promoter Group	E-Voting	11153660	11153660	100.0000	11153660	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		11153660	100	11153660	0	100.0000	0.0000
Public- Institutions	E-Voting	4213073	3263863	77.4699	3263863	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		3263863	77.4699	3263863	0	100.0000	0.0000
Public- Non Institutions	E-Voting	8419080	11624	0.1381	11624	0	100.0000	0.0000
	Poll		70362	0.8357	70362	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		81986	0.9738	81986	0	100.0000	0.0000
Total	23785813	14499509	60.9586	14499509	0	100.0000	0.0000	
Note : One shareholder had remained abstained from Voting.								



Resolution No.	5							
Resolution required: (Ordinary/ Special)	SPECIAL - To consider Payment of Profit related Commission to Non- Executive Directors including Independent Directors for a period of five financial years commencing from April 01, 2018 to March 31, 2023.							
Whether promoter/ promoter group are interested in the agenda/resolution?	No							
Category	Mode of Voting	No. of shares held (1)	No. of 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
Promoter and Promoter Group	E-Voting	11153660	11153660	100.0000	11153660	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		11153660	100	11153660	0	100.0000	0.0000
Public- Institutions	E-Voting	4213073	3263863	77.4699	3234663	29200	99.1053	0.8946
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		3263863	77.4699	3234663	29200	99.1054	0.8946
Public- Non Institutions	E-Voting	8419080	11644	0.1383	11644	0	100.0000	0.0000
	Poll		70362	0.8357	70362	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		82006	0.974	82006	0	100.0000	0.0000
Total	Total	23785813	14499529	60.9587	14470329	29200	99.7986	0.2014



Resolution No.	6							
Resolution required: (Ordinary/ Special)	SPECIAL - To consider Payment of Certain Benefits/Perquisites to Mr. Ashank Desai- Non-Executive Director for a period of three (3) years effective from July 01, 2018 to June 30, 2021.							
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes							
Category	Mode of Voting	No. of shares held (1)	No. of 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
Promoter and Promoter Group	E-Voting	11153660	7745708	69.4454	7745708	0	100.0000	0.0000
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		7745708	69.4454	7745708	0	100.0000	0.0000
Public- Institutions	E-Voting	4213073	3263863	77.4699	2699679	564184	82.7142	17.2857
	Poll		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		3263863	77.4699	2699679	564184	82.7142	17.2858
Public- Non Institutions	E-Voting	8419080	11624	0.1381	11624	0	100.0000	0.0000
	Poll		70362	0.8357	70362	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		81986	0.9738	81986	0	100.0000	0.0000
Total		23785813	11091557	46.6310	10527373	564184	94.9134	5.0866
Note : Mr. Ashank Desai and his relatives had remained abstained from Voting being Interested in this Resolution and One more shareholder had remained abstained from Voting.								



FORM No. MGT-13

Consolidated Scrutinizer Report

**[Pursuant to rule section 109 of the Companies Act, 2013 and Rule 21(2) of the Companies
(Management and Administration) Rules, 2014]**

NAME OF COMPANY	MASTEK LIMITED
MEETING	36 TH ANNUAL GENERAL MEETING
DATE & TIME	JULY 19, 2018 AT 11:00 A.M.
VENUE	H.T. PAREKH AUDITORIUM, AMA COMPLEX, ATIRA. DR. VIKRAM SARABHAI MARG, AHMEDABAD – 380015

To,
Mr. Dinesh Kalani,
Company Secretary,
Mastek Limited,
804/805, President House,
Opp. C.N. Vidyalaya, Near Ambawadi Circle,
Ahmedabad – 380006.

Dear Sir,

I, Prashant S. Mehta, Practicing Company Secretary appointed as Scrutinizer by the Board of the Directors of Mastek Limited at its meeting held on April 18, 2018, to conduct the voting in electronic means which commenced on Sunday, July 15, 2018 (9.00 a.m. IST) and ended on Wednesday, July 18, 2018 (5.00 p.m. IST) and through InstaPollat the Annual General Meeting held on July 19, 2018, hereby submit my report as under:

1. Pursuant to the Section 108 of the Companies Act, 2013 and Rule 20 of Companies (Management and Administration) Rules, 2014, the Annual Reports along with the Notice of the 36th Annual General Meeting for the financial year 2017-18 had been sent electronically to all those Members whose email addresses are registered with the Company / Depository Participant for communication purposes and the dispatch was completed on Thursday, June 21, 2018. For Members who have not registered their email addresses or have requested for hard copies of the Annual Report has been sent at their registered address by Speed/Registered Post/Courier/Air Mail and the dispatch for the same has been completed on Thursday, June 21, 2018
2. The Annual Report along with the Notice convening the 36th Annual General Meeting was also placed on the website of the Company. The Members of the Company were given option to vote electronically on Remote E-Voting system, provided by Karvy Computershare Pvt. Ltd. ("KARVY")
3. The public advertisement dated June 25, 2018 with respect to dispatch of notices and conducting of voting through electronic means was published in the following newspapers:
 - a) Financial Express, Mumbai- June 27, 2018
 - b) Mumbai Lakshdeep, Mumbai- Marathi- June 28, 2018; and
 - c) Financial Express, Ahmedabad, Gujarati- June 28, 2018



4. The Remote E-voting period commenced on Sunday, July 15, 2018 (9.00 a.m. IST) and ended on Wednesday, July 18, 2018 (5.00 p.m. IST). Remote E-voting Portal was blocked at 5:00 P. M.
5. The members who were present at the Meeting but had not cast their votes by Remote E-voting were allowed to vote electronically through InstaPoll at AGM.
6. After the InstaPoll concluded at the venue of the AGM, the InstaPoll votes cast were unlocked by me. Subsequently the votes cast were unlocked and reconciled with the records maintained by the Company / Registrar and Transfer Agent of the Company and the authorizations lodged with the Company.
7. The register has been maintained electronically to record the assent or dissent received, mentioning the particulars of name, address, folio number or client ID of the shareholders, number of shares held by them, nominal value of such shares, number of vote cast in favour and against. There were no shares with differential voting rights in the Company; hence there is no requirement of maintaining the list of shares with differential voting rights.
8. There were no defective or invalid votes found.

The result of the voting is as under:

ORDINARY BUSINESS:

Resolution No.1- Ordinary Resolution

Adoption of Audited Standalone and Consolidated Financial Statements of the Company for the year ended March 31, 2018 together with reports of the Board of Director's and the Auditors' thereon.

(i) Voted **in favour** of the resolution:

Number of Members voted electronically and through InstaPoll(including proxies)	Number of votes cast by them	% of total number of valid votes cast
113	1,44,99,529	100

(ii) Voted **against** the resolution:

Number of Members voted electronically and through InstaPoll(including proxies)	Number of votes cast by them	% of total number of valid votes cast
0	0	00

(iii) **Invalid/** votes:

Number of Members voted electronically and through InstaPoll(including proxies)	Number of votes cast by them	% of total number of valid votes cast
0	0	00

PRASHANT S. MEHTA
COMPANY SECRETARY
M. NO. 5814 CP. NO. 17341



Resolution No.2- Ordinary Resolution

To confirm the payment of Interim Dividend of Rs. 2/- per Equity Share and declare a Final Dividend of Rs. 4/- per Equity Share (Face Value of Rs. 5/- each) for the financial year 2017-18.

(i) Voted **in favour** of the resolution:

Number of Members voted electronically and through InstaPoll (including proxies)	Number of votes cast by them	% of total number of valid votes cast
113	1,44,99,529	100

(ii) Voted **against** the resolution:

Number of Members voted electronically and through InstaPoll (including proxies)	Number of votes cast by them	% of total number of valid votes cast
0	0	00

(iii) **Invalid** votes:

Number of Members voted electronically and through InstaPoll (including proxies)	Number of votes cast by them	% of total number of valid votes cast
0	0	00

Resolution No.3- Ordinary Resolution

Re-appointment of Mr. Ashank Desai (DIN: 00017767), a Non- Executive Director who retires by rotation and being eligible, offers himself for re-appointment.

(i) Voted **in favour** of the resolution:

Number of Members voted electronically and through InstaPoll (including proxies)	Number of votes cast by them	% of total number of valid votes cast
95	1,04,22,792	93.97

(ii) Voted **against** the resolution:

Number of Members voted electronically and through InstaPoll (including proxies)	Number of votes cast by them	% of total number of valid votes cast
9	6,68,785	6.03

(iii) **Invalid** votes:

Number of Members voted electronically and through InstaPoll (including proxies)	Number of votes cast by them	% of total number of valid votes cast
0	0	00

Note: Mr. Ashank Desai and his relatives had remained abstained from Voting being Interested in this Resolution.

PRASHANT S. MEHTA
COMPANY SECRETARY
M. NO. 5814 CP. NO. 17341



Resolution No.4- Ordinary Resolution

Ratification of appointment of Statutory Auditors, M/s. Walker Chandio& Co. LLP (Firm Registration No. 001076N/N500013), Chartered Accountant.

(i) Voted **in favour** of the resolution:

Number of Members voted electronically and through InstaPoll (including proxies)	Number of votes cast by them	% of total number of valid votes cast
112	1,44,99,509	100

(ii) Voted **against** the resolution:

Number of Members voted electronically and through InstaPoll (including proxies)	Number of votes cast by them	% of total number of valid votes cast
0	0	00

(iii) **Invalid** votes:

Number of Members voted electronically and through InstaPoll (including proxies)	Number of votes cast by them	% of total number of valid votes cast
0	0	00

Note :One shareholder had remained abstained from Voting.

SPECIAL BUSINESS:

Resolution No.5- Special Resolution

Payment of Profit related Commission to Non- Executive Directors including Independent Directors

(i) Voted **in favour** of the resolution:

Number of Members voted electronically and through InstaPoll (including proxies)	Number of votes cast by them	% of total number of valid votes cast
112	1,44,70,329	99.80

(ii) Voted **against** the resolution:

Number of Members voted electronically and through InstaPoll (including proxies)	Number of votes cast by them	% of total number of valid votes cast
1	29,200	0.20

(iii) **Invalid** votes:

Number of Members voted electronically and through InstaPoll (including proxies)	Number of votes cast by them	% of total number of valid votes cast
0	0	00

Resolution No.6- Special Resolution

Payment of Certain Benefits/Perquisites to Mr. Ashank Desai- Non-Executive Director

(i) Voted **in favour** of the resolution:

Number of Members voted electronically and through InstaPoll (including proxies)	Number of votes cast by them	% of total number of valid votes cast
97	1,05,27,373	94.91

(ii) Voted **against** the resolution:

Number of Members voted electronically and through InstaPoll (including proxies)	Number of votes cast by them	% of total number of valid votes cast
6	5,64,184	5.09

(iii) **Invalid** votes:

Number of Members voted electronically and through InstaPoll (including proxies)	Number of votes cast by them	% of total number of valid votes cast
0	0	00

Note: Mr. Ashank Desai and his relatives had remained abstained from Voting being Interested in this Resolution and One more shareholder had remained abstained from Voting.

A softcopy containing a list of equity shareholders who voted "FOR"/ "AGAINST" and those who "ABSTAINED" for each resolution relating to Remote E- Voting and InstaPoll and all other relevant records were sealed and handed over to Mr. Dinesh Kalani - Company Secretary of Mastek Limited authorized by the Board for safe keeping. There were no "INVALID" Votes received.

Based on the above results of voting, I report that all the above SIX resolutions have been passed by the Shareholders with the requisite majority.

Thanking You,
Yours Faithfully,

P. S. Mehta

PRASHANT S. MEHTA
COMPANY SECRETARY
M. NO. 6814 CP. NO. 17341
Date: July 19, 2018
Place: Ahmedabad



**SUMMARY OF E-VOTING AND INSTAPOLL VOTING AT THE 36TH AGM OF THE
MASTEK LIMITED HELD ON JULY 19, 2018.**

**Combined Statement of voting received in respect of the Resolutions proposed at the 36th
Annual General Meeting of the Company held on July 19, 2018.**

Resolution No. 1- Ordinary Resolution	Adoption of Audited Standalone and Consolidated Financial Statements of the Company for the year ended March 31, 2018 together with reports of the Board of Directors and the Auditors' thereon.							
	Assent	%	Dissent	%	Total	%	Abstained	Total Votes Cast
Total No. of Shares on E-Voting	1,44,29,167	100	0	00	1,44,29,167	100	0	1,44,29,167
Total No. of Instapoll Voting	70,362	100	0	00	70,362	100	0	70,362
Total	1,44,99,529	--	0	--	1,44,99,529	--	0	1,44,99,529

Resolution No. 2- Ordinary Resolution	To confirm the payment of Interim Dividend of Rs. 2/- per Equity Share and declare a Final Dividend of Rs. 4/- per Equity Share (Face Value of Rs. 5/- each) for the financial year 2017-18.							
	Assent	%	Dissent	%	Total	%	Abstained	Total Votes Cast
Total No. of Shares on E-Voting	1,44,29,167	100	0	00	1,44,29,167	100	0	1,44,29,167
Total No. of Instapoll Voting	70,362	100	0	00	70,362	100	0	70,362
Total	1,44,99,529	--	0	--	1,44,99,529	--	0	1,44,99,529

Resolution No. 3- Ordinary Resolution	Re-appointment of Mr. Ashank Desai (DIN: 00017767), a Non- Executive Director who retires by rotation and being eligible, offers himself for re-appointment.							
	Assent	%	Dissent	%	Total	%	Abstained	Total Votes Cast
Total No. of Shares on E-Voting	1,03,52,430	93.93	6,68,785	6.07	1,10,21,215	100	3,407,952	1,10,21,215
Total No. of Instapoll Voting	70,362	100	0	00	70,362	100	0	70,362
Total	1,04,22,792	--	668785	--	1,10,91,577	--	0	1,10,91,577

Note: Mr. Ashank Desai and his relatives had Abstained from Voting being Interested in this Resolution.

Resolution No. 4- Ordinary Resolution	Ratification of appointment of Statutory Auditors, M/s. Walker Chandniok & Co. LLP (Firm Registration No. 001076N/N500013), Chartered Accountant.							
	Assent	%	Dissent	%	Total	%	Abstained	Total Votes Cast
Total No. of Shares on E-Voting	1,44,29,147	100	0	00	1,44,29,147	100	20	1,44,29,147
Total No. of Instapoll Voting	70,362	100	0	00	70,362	100	0	70,362
Total	1,44,99,509	--	0	--	1,44,99,509	--	0	1,44,99,509

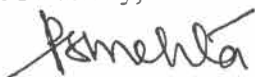
* One Shareholder had Abstained from Voting

Resolution No. 5- Special Resolution	Payment of Profit related Commission to Non- Executive Directors including Independent Directors							
	Assent	%	Dissent	%	Total	%	Abstained	Total Votes Cast
Total No. of Shares on E-Voting	1,43,99,967	99.80	29,200	0.20	1,44,29,167	100	0	1,44,29,167
Total No. of Instapoll Voting	70,362	100	0	00	70,362	100	0	70,362
Total	1,44,70,329	--	29,200	--	1,44,99,529	--	0	1,44,99,529

Resolution No. 6- Special Resolution	Payment of Certain Benefits/Perquisites to Mr. Ashank Desai- Non-Executive Director							
	Assent	%	Dissent	%	Total	%	Abstained	Total Votes Cast
Total No. of Shares on E-Voting	1,04,57,011	94.88	5,64,184	5.12	1,10,21,195	100	34,07,972	1,10,21,195
Total No. of Instapoll Voting	70,362	100	0	00	70,362	100	0	70,362
Total	1,05,27,373	--	5,64,184	--	1,10,91,557	--	0	1,10,91,557

Note: Mr. Ashank Desai and his relatives had Abstained from Voting being Interested in this Resolution and One more shareholder had remained abstained from Voting.

Thanking You,
Yours Faithfully,



PRASHANT S. MEHTA
COMPANY SECRETARY
M. NO. 5814 CP. NO. 17341

Date: July 19, 2018
Place: Ahmedabad