

Date: June 23, 2017

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: Voting Results of the 35th Annual General Meeting (“AGM”) of the Company as per Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015

This is to inform you that the 35th Annual General Meeting of the Company was held on Thursday, June 22, 2017 at Ahmedabad Management Association, H.T. Parekh Hall, AMA Complex, ATRA. Dr. Vikram Sarabhai Marg, Ahmedabad 380015 at 11.00 a.m.

In accordance with Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and provisions of the Companies Act, 2013 and Rules made thereunder, the Company had provided the facility of Remote E-Voting to the Shareholders to cast their votes on the resolutions as set out in the Notice of the 35th AGM of the Company. The Remote E-Voting period started from 9.00 a.m. on Sunday, June 18, 2017 and ended at 5.00 p.m. on Wednesday, June 21, 2017.

Also the Company had provided the facility of Electronic Voting (Instapoll) to the shareholders who were present at the meeting venue and were unable to cast their vote through remote E-Voting.

Accordingly, please find enclosed the following:

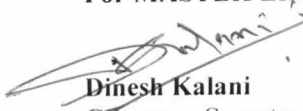
1. Voting results as per Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015.
2. The Scrutinizer's Report on Consolidated Voting i.e. for remote e-voting and electronic voting at the AGM venue (Instapoll).

Based on the Scrutinizer's Report we hereby inform you that the Resolutions as set out in the 35th AGM Notice of the Company have been passed by the shareholders with a requisite majority.

Request you to take the above on your records.

Yours faithfully,

For MASTEK LIMITED


Dinesh Kalani
Company Secretary
Encl: - As above

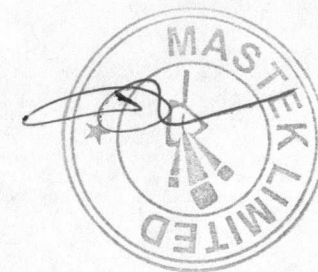


	MASTEK LTD (CIN: L74140GJ1982PLC005215)
Date of the AGM	22-06-2017
Total number of shareholders on record date	19310
No. of shareholders present in the meeting either in person or through proxy:	
Promoters and Promoter Group:	7
Public:	48
No. of Shareholders attended the meeting through Video Conferencing	
Promoters and Promoter Group:	Not Applicable
Public:	Not Applicable

Resolution No.	1							
Resolution required: (Ordinary/ Special)	ORDINARY RESOLUTION - Adoption of Audited Standalone and Consolidated Financial Statements of the Company for the year ended March 31, 2017 together with reports of the Board of Director's and the Auditors' thereon.							
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	11376660	11376660	100.0000	11376660	0	100.0000	0.0000
	Poll (Instapoll)		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		11376660	11376660	100	11376660	0	100
Public- Institutions	E-Voting	4227766	2466765	58.3468	2466765	0	100.0000	0.0000
	Poll (Instapoll)		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		4227766	2466765	58.3468	2466765	0	100
Public- Non Institutions	E-Voting	7773107	11264	0.1449	11263	1	99.9911	0.0089
	Poll (Instapoll)		65626	0.8443	65626	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		7773107	76890	0.9892	76889	1	99.9987
Total		23377533	13920315	59.5457	13920314	1	100.0000	0.0000



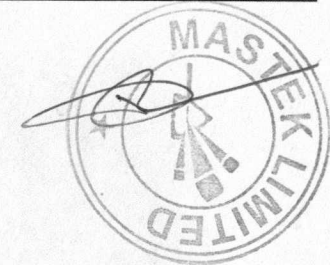
Resolution No.	2							
Resolution required: (Ordinary/ Special)	ORDINARY RESOLUTION- To confirm the payment of Interim Dividend of Re. 1 per Equity Share and declare a Final Dividend of Rs. 2.5 per Equity Share (Face Value of Rs. 5/- each) for the financial year 2016-17.							
Whether promoter/ promoter 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	11376660	11376660	100.0000	11376660	0	100.0000	0.0000
	Poll (Instapoll)		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total	11376660	11376660	100	11376660	0	100	0
Public- Institutions	E-Voting	4227766	2480346	58.6680	2480346	0	100.0000	0.0000
	Poll (Instapoll)		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total	4227766	2480346	58.668	2480346	0	100	0
Public- Non Institutions	E-Voting	7773107	11264	0.1449	11263	1	99.9911	0.0089
	Poll (Instapoll)		65626	0.8443	65626	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total	7773107	76890	0.9892	76889	1	99.9987	0.0013
Total	23377533	13933896	59.6038	13933895	1	100.0000	0.0000	



Resolution No.	3							
Resolution required: (Ordinary/ Special)	ORDINARY RESOLUTION - Re-Appointment of Mr. Sudhakar Ram (DIN 00101473), who retires by rotation and being eligible, offers himself for re-appointment.							
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes- Only Mr. Sudhakar Ram and his relatives were interested in the said resolution							
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	11376660	8418052	73.9941	8418052	0	100.0000	0.0000
	Poll (Instapoll)		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total	11376660	8418052	73.9941	8418052	0	100	0
Public- Institutions	E-Voting	4227766	2480346	58.6680	2480346	0	100.0000	0.0000
	Poll (Instapoll)		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total	4227766	2480346	58.668	2480346	0	100	0
Public- Non Institutions	E-Voting	7773107	11264	0.1449	11243	21	99.8136	0.1864
	Poll (Instapoll)		65626	0.8443	65626	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total	7773107	76890	0.9892	76869	21	99.9727	0.0273
Total	23377533	10975288	46.9480	10975267	21	99.9998	0.0002	



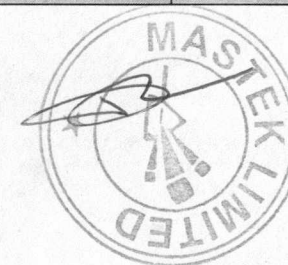
Resolution No.	4							
Resolution required: (Ordinary/ Special)	ORDINARY RESOLUTION- To consider the appointment of M/s. Walker Chandio & Co. LLP , Chartered Accountants (Firm Registration No. 001076N/N500013), as Statutory Auditors of the Company for a term of five years in place of M/s. Price Waterhouse Chartered Accountants LLP, Statutory Auditors and to fix their remuneration.							
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	11376660	11376660	100.0000	11376660	0	100.0000	0.0000
	Poll (Instapoll)		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total	11376660	11376660	100	11376660	0	100	0
Public- Institutions	E-Voting	4227766	2480346	58.6680	2480346	0	100.0000	0.0000
	Poll (Instapoll)		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total	4227766	2480346	58.668	2480346	0	100	0
Public- Non Institutions	E-Voting	7773107	11264	0.1449	11253	11	99.9023	0.0977
	Poll (Instapoll)		65626	0.8443	65626	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total	7773107	76890	0.9892	76879	11	99.9857	0.0143
Total	23377533	13933896	59.6038	13933885	11	99.9999	0.0001	



Resolution No.	5							
Resolution required: (Ordinary/ Special)	ORDINARY RESOLUTION- Appointment of Mr. Keith Selwyn Bogg (DIN: 07658511) as Independent Director of the Company.							
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	11376660	11376660	100.0000	11376660	0	100.0000	0.0000
	Poll (Instapoll)		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total	11376660	11376660	100	11376660	0	100	0
Public- Institutions	E-Voting	4227766	2480346	58.6680	2480346	0	100.0000	0.0000
	Poll (Instapoll)		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total	4227766	2480346	58.668	2480346	0	100	0
Public- Non Institutions	E-Voting	7773107	11264	0.1449	11263	1	99.9911	0.0089
	Poll (Instapoll)		65626	0.8443	65626	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total	7773107	76890	0.9892	76889	1	99.9987	0.0013
Total		23377533	13933896	59.6038	13933895	1	100.0000	0.0000



Resolution No.	6							
Resolution required: (Ordinary/ Special)	SPECIAL RESOLUTION - To consider re-appointment of Mr. Sudhakar Ram as Vice- Chairman & Managing Director of the Company for a period of 3 years from July 01, 2017 up to June 30, 2020 and remuneration to be paid to him.							
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes- Only Mr. Sudhakar Ram and his relatives were interested in the said resolution							
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	11376660	8418052	73.9941	8418052	0	100.0000	0.0000
	Poll (Instapoll)		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		11376660	8418052	73.9941	8418052	0	100
Public- Institutions	E-Voting	4227766	2480346	58.6680	2480346	0	100.0000	0.0000
	Poll (Instapoll)		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		4227766	2480346	58.668	2480346	0	100
Public- Non Institutions	E-Voting	7773107	11264	0.1449	11243	21	99.8136	0.1864
	Poll (Instapoll)		65626	0.8443	65626	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		7773107	76890	0.9892	76869	21	99.9727
Total	23377533	10975288	46.9480	10975267	21	99.9998	0.0002	



Resolution No.	7							
Resolution required: (Ordinary/ Special)	SPECIAL RESOLUTION - To authorize the Board for giving loans & guarantees and making investment in securities.							
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	11376660	11376660	100.0000	11376660	0	100.0000	0.0000
	Poll (Instapoll)		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total	11376660	11376660	100	11376660	0	100	0
Public- Institutions	E-Voting	4227766	2480346	58.6680	1571333	909013	63.3514	36.6486
	Poll (Instapoll)		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total	4227766	2480346	58.668	1571333	909013	63.3514	36.6486
Public- Non Institutions	E-Voting	7773107	11264	0.1449	11243	21	99.8136	0.1864
	Poll (Instapoll)		65626	0.8443	65626	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total	7773107	76890	0.9892	76869	21	99.9727	0.0273
Total		23377533	13933896	59.6038	13024862	909034	93.4761	6.5239



Resolution No.	8							
Resolution required: (Ordinary/ Special)	SPECIAL RESOLUTION - To authorize the Board for Creation of Charge/Mortgage on the Assets of the Company, both present and future.							
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	11376660	11376660	100.0000	11376660	0	100.0000	0.0000
	Poll (Instapoll)		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total	11376660	11376660	100	11376660	0	100	0
Public- Institutions	E-Voting	4227766	2480346	58.6680	2480346	0	100.0000	0.0000
	Poll (Instapoll)		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total	4227766	2480346	58.668	2480346	0	100	0
Public- Non Institutions	E-Voting	7773107	11264	0.1449	11263	1	99.9911	0.0089
	Poll (Instapoll)		65626	0.8443	65626	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total	7773107	76890	0.9892	76889	1	99.9987	0.0013
Total	Total	23377533	13933896	59.6038	13933895	1	100.0000	0.0000



Resolution No.	9							
Resolution required: (Ordinary/ Special)	SPECIAL RESOLUTION - To authorize the Board for borrowings to be made by the Company.							
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	11376660	11376660	100.0000	11376660	0	100.0000	0.0000
	Poll (Instapoll)		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total	11376660	11376660	100	11376660	0	100	0
Public- Institutions	E-Voting	4227766	2480346	58.6680	2480346	0	100.0000	0.0000
	Poll (Instapoll)		0	0.0000	00	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total	4227766	2480346	58.668	2480346	0	100	0
Public- Non Institutions	E-Voting	7773107	11264	0.1449	11243	21	99.8136	0.1864
	Poll (Instapoll)		65626	0.8443	65626	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total	7773107	76890	0.9892	76869	21	99.9727	0.0273
Total	23377533	13933896	59.6038	13933875	21	99.9998	0.0002	





Abhishek Bhate & Co.

Company Secretary in Practice

CS Abhishek H. Bhate - Membership No. 27747, CP. No. 10230

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]

Date: June 23, 2017

NAME OF COMPANY	MASTEK LIMITED
MEETING	35 TH ANNUAL GENERAL MEETING
DATE & TIME	JUNE 22 ND , 2017 AT 11:00 A.M.
VENUE	AHMEDABAD MANAGEMENT ASSOCIATION HALL - H.T. PAREKH HALL, AMA COMPLEX, ATRA, DR. VIKRAM SARABHAI MARG, AHMEDABAD - 380015

To,
Mr. S.Sandilya,
Chairman,
Mastek Limited,
804/805, President House,
Opp. C.N. Vidyalaya, Near Ambawadi Circle,
Ahmedabad - 380006.

Dear Sir,

I, Abhishek H. Bhate, Proprietor of Abhishek Bhate & Co., Practicing Company Secretary appointed as Scrutinizer by the Board of the Directors of Mastek Limited at its meeting held on April 20, 2017, to conduct the voting in electronic means commenced on Sunday June 18, 2017 at 9.00 a.m. and ended on Wednesday, June 21, 2017 at 5.00 p.m. and through InstaPoll at the Annual General Meeting held on June 22, 2017 in accordance with Section 108 of Companies Act, 2013 ('Act') read with Rule 20 of the Companies (Management and Administration) Rules, 2014, 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 Electronic copy of the Notice convening the Annual General Meeting of the Company along with the process of e-voting was sent to the members whose e-mail addresses are registered with the Company/ Depository Participant(s) for the communication purposes unless any member has requested for hard copy of the same. For members who did not register their e-mail addresses, physical copies of the Notice of Annual General Meeting of the Company along with process of e-voting were sent to the members in the permitted mode.
2. The notice convening the 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 with respect to dispatch of notices and conducting of voting through electronic means was published in English newspaper of wide circulation and a vernacular newspaper on May 27, 2017.
4. The Remote E-voting period commenced on Sunday June 18, 2017 at 9.00 a.m. and ended on Wednesday, June 21, 2017 at 5.00 p.m. Remote E-voting Portal was blocked at 5:00 P. M.

Scrutinizer's Report - 2017

ABHISHEK BHATE & CO.
ABHISHEK BHATE ACS 27747
PRACTICING COMPANY SECRETARY
CERTIFICATE OF PRACTICE 10230



Abhishek Bhate & Co.

Company Secretary in Practice

CS Abhishek H. Bhate - Membership No. 27747, CP No. 10230

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 blocked by me. Subsequently the votes cast were unblocked 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, 2017 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 or through InstaPoll (including proxies)	Number of votes cast by them	% of total number of valid votes cast
91	1,39,20,314	99.99

(ii) Voted against the resolution:

Number of Members voted electronically or through InstaPoll (including proxies)	Number of votes cast by them	% of total number of valid votes cast
1	1	00

(iii) Invalid/ votes:

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

*One Shareholder holding 13,581 had Abstained from voting.

Resolution No.2- Ordinary Resolution

To confirm the payment of Interim Dividend of Rs. 1 per Equity Share and declare a Final Dividend of Rs. 2.5 per Equity Share (Face Value of Rs. 5/- each) for the financial year 2016-17.

(i) Voted in favour of the resolution:

Number of Members voted electronically or through InstaPoll (including proxies)	Number of votes cast by them	% of total number of valid votes cast
92	1,39,33,895	99.99

Scrutinizer's Report - 2017



Abhishek Bhate & Co.

Company Secretary in Practice

CS Abhishek H. Bhate - Membership No. 27747, CP. No. 10230

(ii) Voted against the resolution:

Number of Members voted electronically or through InstaPoll (including proxies)	Number of votes cast by them	% of total number of valid votes cast
1	1	00

(iii) Invalid votes:

Number of Members voted electronically or 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. Sudhakar Ram (DIN 00101473), who retires by rotation and being eligible, offers himself for re-appointment.

(i) Voted in favour of the resolution:

Number of Members voted electronically or through InstaPoll (including proxies)	Number of votes cast by them	% of total number of valid votes cast
87	1,09,75,267	99.99

(ii) Voted against the resolution:

Number of Members voted electronically or through InstaPoll (including proxies)	Number of votes cast by them	% of total number of valid votes cast
2	21	00

(iii) Invalid votes:

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

* Mr. Sudhakar Ram and his relatives had Abstained from Voting being Interested in the said Resolution.

Resolution No.4- Ordinary Resolution

To consider the appointment of M/s. Walker Chandio & Co. LLP (Firm Registration No. 001076N/N500013), as Statutory Auditors of the Company for a term of five years in place of M/s. Price Waterhouse Chartered Accountants LLP, Statutory Auditors and to fix their remuneration.

(i) Voted in favour of the resolution:

Number of Members voted electronically or through InstaPoll (including proxies)	Number of votes cast by them	% of total number of valid votes cast
92	1,39,33,885	99.99

(ii) Voted against the resolution:

Number of Members voted electronically or through InstaPoll (including proxies)	Number of votes cast by them	% of total number of valid votes cast
2	11	00

ABHISHEK BHATE & CO.

ABHISHEK BHATE ACS 27747

PRACTICING COMPANY SECRETARY

CERTIFICATE OF PRACTICE 10230

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Abhishek Bhate & Co.

Company Secretary in Practice

CS Abhishek H. Bhate - Membership No. 27747, CP No. 10230

(iii) **Invalid votes:**

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

SPECIAL BUSINESS:

Resolution No.5- Ordinary Resolution

Appointment of Mr. Keith Selwyn Bogg (DIN: 07658511) as Independent Director of the Company.

(i) Voted in favour of the resolution:

Number of Members voted electronically or through InstaPoll (including proxies)	Number of votes cast by them	% of total number of valid votes cast
92	1,39,33,895	99.99

(ii) Voted against the resolution:

Number of Members voted electronically or through InstaPoll (including proxies)	Number of votes cast by them	% of total number of valid votes cast
1	1	00

(iii) **Invalid votes:**

Number of Members voted electronically or 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

To consider re-appointment of Mr. Sudhakar Ram as Vice- Chairman & Managing Director of the Company for a period of 3 years from July 01, 2017 up to June 30, 2020 and remuneration to be paid to him.

(i) Voted in favour of the resolution:

Number of Members voted electronically or through InstaPoll (including proxies)	Number of votes cast by them	% of total number of valid votes cast
87	1,09,75,267	99.99

(ii) Voted against the resolution:

Number of Members voted electronically or through InstaPoll (including proxies)	Number of votes cast by them	% of total number of valid votes cast
2	21	00

(iii) **Invalid votes:**

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

* Mr. Sudhakar Ram and his relatives had Abstained from Voting being Interested in the said Resolution.

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ABHISHEK BHATE ACS 27747
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Abhishek Bhate & Co.

Company Secretary in Practice

CS Abhishek H. Bhate - Membership No. 27747, CP. No. 10230

Resolution No.7- Special Resolution

To authorize the Board of Directors for giving loans and guarantees and make investment in securities.

(i) Voted in favour of the resolution:

Number of Members voted electronically or through InstaPoll (including proxies)	Number of votes cast by them	% of total number of valid votes cast
76	1,30,24,862	93.48

(ii) Voted against the resolution:

Number of Members voted electronically or through InstaPoll (including proxies)	Number of votes cast by them	% of total number of valid votes cast
17	9,09,034	06.52

(iii) Invalid votes:

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

Resolution No.8- Special Resolution

To authorize the Board of Directors for Creation of Charge/Mortgage on the Assets of the Company, both present and future.

(i) Voted in favour of the resolution:

Number of Members voted electronically or through InstaPoll (including proxies)	Number of votes cast by them	% of total number of valid votes cast
92	1,39,33,895	99.99

(ii) Voted against the resolution:

Number of Members voted electronically or through InstaPoll (including proxies)	Number of votes cast by them	% of total number of valid votes cast
1	1	00

(iii) Invalid votes:

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

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Abhishek Bhate & Co.

Company Secretary in Practice

CS Abhishek H. Bhate - Membership No. 27747, CP. No. 10230

Resolution No.9- Special Resolution

To authorize the Board for borrowings to be made by the Company.

(i) Voted in favour of the resolution:

Number of Members voted electronically or through InstaPoll (including proxies)	Number of votes cast by them	% of total number of valid votes cast
91	1,39,33,875	99.99

(ii) Voted against the resolution:

Number of Members voted electronically or through InstaPoll (including proxies)	Number of votes cast by them	% of total number of valid votes cast
2	21	00

(iii) Invalid votes:

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

A softcopy containing a list of equity shareholders who voted "FOR"/ "AGAINST" and those whose votes were declared "INVALID" for each resolution relating to Remote E- Voting and InstaPoll and all other relevant records were sealed and handed over to CS Dinesh Kalani - Company Secretary of Mastek Limited authorized by the Board for safe keeping.

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

Signed this on Friday of June 23, 2017
Thanking You,
Yours Faithfully,

For Abhishek Bhate & Co.,
Practicing Company Secretary

CS Abhishek H. Bhate
Proprietor
CP No 10230
ACS 27747

ABHISHEK BHATE & CO.
ABHISHEK BHATE ACS 27747
PRACTICING COMPANY SECRETARY
CERTIFICATE OF PRACTICE 10230

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Abhishek Bhate & Co.

Company Secretary in Practice

CS Abhishek H. Bhate - Membership No. 27747, CP. No. 10230

SUMMARY OF E-VOTING AND INSTAPOLL VOTING AT THE 35TH AGM OF THE MASTEK LIMITED HELD ON JUNE 22, 2017.

Combined Statement of voting received in respect of the Resolutions proposed at the 35th Annual General Meeting of the Company held on June 22, 2017.

Resolution No. 1- Ordinary Resolution	Adoption of Audited Standalone and Consolidated Financial Statements of the Company for the year ended March 31, 2017 together with reports of the Board of Directors and the Auditors' thereon.									
	Assent	%	Dissent	%	Total	%	Invalid	%	Total	Votes Cast
Total No. of Shares on E-Voting	1,38,54,688	99.99	1	00	1,38,54,689	99.99	00	00	1,38,68,270	
Total No. of Instapoll Voting	65,626	100	00	00	65,626	100	00	00	65,626	
Total	1,39,20,314		1		1,39,33,896*				1,39,33,896	

*One Shareholder holding 13581 had Abstained from voting

Resolution No. 2- Ordinary Resolution	To confirm the payment of Interim Dividend of Rs. 1 per Equity Share and declare a Final Dividend of Rs. 2.5 per Equity Share (Face Value of Rs. 5/- each) for the financial year 2016-17.									
	Assent	%	Dissent	%	Total	%	Invalid	%	Total	Votes Cast
Total No. of Shares on E-Voting	1,38,68,269	99.99	1	00	1,38,68,270	99.99	00	00	1,38,68,270	
Total No. of Instapoll Voting	65,626	100	00	00	65,626	100	00	00	65,626	
Total	1,39,33,895		1		1,39,33,896				1,39,33,896	

Resolution No. 3- Ordinary Resolution	Re-Appointment of Mr. Sudhakar Ram (DIN 00101473), who retires by rotation and being eligible, offers himself for re-appointment.									
	Assent	%	Dissent	%	Total	%	Invalid	%	Total	Votes Cast
Total No. of Shares on E-Voting	1,09,09,641	99.99	21	00	1,09,09,662	99.99	00	00	1,38,68,270	
Total No. of Instapoll Voting	65,626	100	00	00	65,626	100	00	00	65,626	
Total	1,09,75,267		21		1,39,33,896*				1,39,33,896	

* Mr. Sudhakar Ram and his relative's had Abstained from voting being Interested in the Resolution.

ABHISHEK BHATE & CO.
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Abhishek Bhate & Co.

Company Secretary in Practice

CS Abhishek H. Bhate - Membership No. 27747, CP No. 10230

Resolution No. 4- Ordinary Resolution	To consider the appointment of M/s. Walker Chandiook & Co. LLP, Chartered Accountants (Firm Registration No. 001076N/N500013), as Statutory Auditors of the Company for a term of five years in place of M/s. Price Waterhouse Chartered Accountants LLP, Statutory Auditors and to fix their remuneration.									
	Assent	%	Dissent	%	Total	%	Invalid	%	Total	Votes Cast
Total No. of Shares on E-Voting	1,38,68,259	99.99	11	00	1,38,68,270	99.99	00	00	1,38,68,270	
Total No. of Instapoll Voting	65,626	100	00	00	65,626	100	00	00	65,626	
Total	1,39,33,885		11		1,39,33,896				1,39,33,896	

Resolution No. 5- Ordinary Resolution	Appointment of Mr. Keith Selwyn Bogg (DIN: 07658511) as Independent Director of the Company.									
	Assent	%	Dissent	%	Total	%	Invalid	%	Total	Votes Cast
Total No. of Shares on E-Voting	1,38,68,269	100	1	00	1,38,68,270	100	00	00	1,38,68,270	
Total No. of Instapoll Voting	65,626	100	00	00	65,626	100	00	00	65,626	
Total	1,39,33,895		1		1,39,33,896				1,39,33,896	

Resolution No. 6- Special Resolution	To consider re-appointment of Mr. Sudhakar Ram as Vice- Chairman & Managing Director of the Company for a period of 3 years from July 01, 2017 up to June 30, 2020 and remuneration to be paid to him.									
	Assent	%	Dissent	%	Total	%	Invalid	%	Total	Votes Cast
Total No. of Shares on E-Voting	1,09,09,641	99.99	21	00	1,09,09,662	99.99	00	00	1,38,68,270	
Total No. of Instapoll Voting	65,626	100	00	00	65,626	100	00	00	65,626	
Total	1,09,75,267		21		1,39,33,896*				1,39,33,896	

* Mr. Sudhakar Ram and his relative's had Abstained from voting being Interested in the Resolution.

ABHISHEK BHATE & CO.
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Abhishek Bhate & Co.

Company Secretary in Practice

CS Abhishek H. Bhate - Membership No. 27747, CP. No. 10230

Resolution No. 7- Special Resolution	To authorize the Board of Directors for giving loans and guarantees and make investment in securities.									
	Assent	%	Dissent	%	Total	%	Invalid	%	Total	Votes Cast
Total No. of Shares on E-Voting	1,29,59,236	93.42	9,09,034	6.58	1,38,68,270	100	00	00	1,38,68,270	
Total No. of Instapoll Voting	65,626	100	00	00	65,626	100	00	00	65,626	
Total	1,30,24,862		9,09,034		1,39,33,896				1,39,33,896	

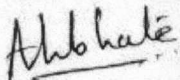
Resolution No. 8- Special Resolution	To authorize the Board of Directors for Creation of Charge/Mortgage on the Assets of the Company, both present and future.									
	Assent	%	Dissent	%	Total	%	Invalid	%	Total	Votes Cast
Total No. of Shares on E-Voting	1,38,68,269	99.99	1	00	1,38,68,270	99.99	00	00	1,38,68,270	
Total No. of Instapoll Voting	65,626	100	00	00	65,626	100	00	00	65,626	
Total	1,39,33,895		1		1,39,33,896				1,39,33,896	

Resolution No. 9- Special Resolution	To authorize the Board of Directors for borrowings to be made by the Company.									
	Assent	%	Dissent	%	Total	%	Invalid	%	Total	Votes Cast
Total No. of Shares on E-Voting	1,38,68,249	99.99	21	00	1,38,68,270	99.99	00	00	1,38,68,270	
Total No. of Instapoll Voting	65,626	100	00	00	65,626	100	00	00	65,626	
Total	1,39,33,875		21		1,39,33,896				1,39,33,896	

Signed this on Friday of June 23, 2017

Thanking You,
Yours Faithfully,

For Abhishek Bhate & Co.,
Practicing Company Secretary



CS Abhishek H. Bhate
Proprietor
CP No 10230
ACS 27747

ABHISHEK BHATE & CO.
ABHISHEK BHATE ACS 27747
PRACTICING COMPANY SECRETARY
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