



August 23, 2017

Corporate Relations Dept.,  
**BSE Limited**  
P. J. Towers,  
Dalal Street,  
Mumbai - 400 001  
Scrip code: 526881

Listing Dept.,  
**National Stock Exchange of India Limited**  
Exchange Plaza,  
Bandra Kurla Complex,  
Bandra (E), Mumbai - 400 051  
Scrip code: 63MOONS

Dear Sirs,

**Sub: Results of Postal Ballot**

Further to our letters dated July 12, July 21 and July 24, 2017, and pursuant to Regulation 44(3) and other applicable regulations of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please be informed that the voting results of the Postal Ballot conducted by the Company have been declared today.

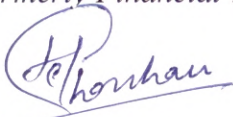
All the resolutions as detailed in the Postal Ballot Notice dated July 12, 2017 have been passed with requisite majority and are effective from August 21, 2017.

The voting results in the prescribed format alongwith copy of the Scrutinizer's Report are enclosed for your reference and records.

Kindly take the information on your record and acknowledge receipt.

Thanking You,

Yours faithfully,  
For 63 moons technologies limited  
(Formerly Financial Technologies (India) Limited)

  
Hariraj Chouhan  
VP and Company Secretary



Encl: a/a

**63 moons technologies limited**

(Formerly Financial Technologies (India) Ltd.)

Corporate Office: FT Tower, CTS No. 256 & 257, Suren Road, Chakala, Andheri (East), Mumbai 400 093, India.  
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**Postal Ballot Voting Results as per Regulation 44 (3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

Date of AGM/EGM/Postal Ballot	N.A. Postal Ballot results declared on August 23, 2017 and the same shall be effective from August 21, 2017.
Total number of shareholders on record date/ cutoff date:	59427
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	N.A.
No. of Shareholders attended the meeting through Video Conferencing: Promoters and Promoter Group: Public:	N.A.

**Agenda 1: Appointment of Mr. Rajendran Soundaram as a Director of the Company:**

Resolution required: (Ordinary/ Special)			Ordinary					
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							
	Poll							
	Postal Ballot (if applicable)	21025878	20964140	99.706	20964140	0	100.00	0.00
	<b>Total</b>	<b>21025878</b>	<b>20964140</b>	<b>99.706</b>	<b>20964140</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public-Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)	5141555	53	0.001	53	0	100.00	0.00
	<b>Total</b>	<b>5141555</b>	<b>53</b>	<b>0.001</b>	<b>53</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public-Non Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)	19911104	3886440	19.519	3885471	969	99.975	0.025
	<b>Total</b>	<b>19911104</b>	<b>3886440</b>	<b>19.519</b>	<b>3885471</b>	<b>969</b>	<b>99.975</b>	<b>0.025</b>
<b>Total</b>		<b>46078537</b>	<b>24850633</b>	<b>53.931</b>	<b>24849664</b>	<b>969</b>	<b>99.996</b>	<b>0.004</b>

#Includes voting done by e-voting & physical mode

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**Agenda 2: Appointment of Mr. Rajendran Soundaram as Managing Director and Chief Executive Officer:**

Resolution required: (Ordinary/ Special)			Special					
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							
	Poll							
	Postal Ballot (if applicable)	21025878	20964140	99.706	20964140	0	100.00	0.00
	<b>Total</b>	<b>21025878</b>	<b>20964140</b>	<b>99.706</b>	<b>20964140</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public-Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)	5141555	53	0.001	53	0	100.00	0.00
	<b>Total</b>	<b>5141555</b>	<b>53</b>	<b>0.001</b>	<b>53</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public-Non Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)	19911104	3886390	19.519	3885422	968	99.975	0.025
	<b>Total</b>	<b>19911104</b>	<b>3886390</b>	<b>19.519</b>	<b>3885422</b>	<b>968</b>	<b>99.975</b>	<b>0.025</b>
<b>Total</b>		<b>46078537</b>	<b>24850583</b>	<b>53.931</b>	<b>24849615</b>	<b>968</b>	<b>99.996</b>	<b>0.004</b>

*#Includes voting done by e-voting & physical mode*



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### Agenda 3: Appointment of Mr. Devendra Agrawal as a Director of the Company:

Resolution required: (Ordinary/ Special)			Ordinary					
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							
	Poll							
	Postal Ballot (if applicable)	21025878	20964140	99.706	20964140	0	100.00	0.00
	<b>Total</b>	<b>21025878</b>	<b>20964140</b>	<b>99.706</b>	<b>20964140</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public- Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)	5141555	53	0.001	53	0	100.00	0.00
	<b>Total</b>	<b>5141555</b>	<b>53</b>	<b>0.001</b>	<b>53</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public- Non Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)	19911104	3886415	19.519	3885447	968	99.975	0.025
	<b>Total</b>	<b>19911104</b>	<b>3886415</b>	<b>19.519</b>	<b>3885447</b>	<b>968</b>	<b>99.975</b>	<b>0.025</b>
<b>Total</b>		<b>46078537</b>	<b>24850608</b>	<b>53.931</b>	<b>24849640</b>	<b>968</b>	<b>99.996</b>	<b>0.004</b>

#Includes voting done by e-voting & physical mode



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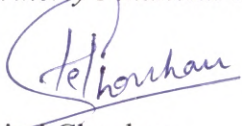
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**Agenda 4: Appointment of Mr. Devendra Agrawal as Whole-time Director and Chief Financial Officer (CFO):**

Resolution required: (Ordinary/ Special)			Special					
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							
	Poll							
	Postal Ballot (if applicable)	21025878	20964140	99.706	20964140	0	100.00	0.00
	<b>Total</b>	<b>21025878</b>	<b>20964140</b>	<b>99.706</b>	<b>20964140</b>	<b>0</b>	<b>100.00</b>	<b>0.00</b>
Public- Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)	5141555	53	0.001	00	53	0.00	100.00
	<b>Total</b>	<b>5141555</b>	<b>53</b>	<b>0.001</b>	<b>00</b>	<b>53</b>	<b>0.00</b>	<b>100.00</b>
Public- Non Institutions	E-Voting							
	Poll							
	Postal Ballot (if applicable)	19911104	3886390	19.519	3885421	969	99.975	0.025
	<b>Total</b>	<b>19911104</b>	<b>3886390</b>	<b>19.519</b>	<b>3885421</b>	<b>969</b>	<b>99.975</b>	<b>0.025</b>
<b>Total</b>		<b>46078537</b>	<b>24850583</b>	<b>53.931</b>	<b>24849561</b>	<b>1022</b>	<b>99.996</b>	<b>0.004</b>

*#Includes voting done by e-voting & physical mode*

For 63 moons technologies limited  
(Formerly Financial Technologies (India) Limited)

  
Hariraj Chouhan  
VP and Company Secretary



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August 23, 2017

The Chairman  
63 moons technologies limited  
Corporate Office:  
FT Tower, CTS No.256 & 257,  
Suren Road, Chakala, Andheri East,  
Mumbai 400093

Registered Office:  
Shakti Tower-1, 7<sup>th</sup> Floor,  
Premises –E, 766, Anna Salai,  
Thousand lights, Chennai 600002

Dear Sir,

**Sub: Passing of Resolutions through Postal Ballot**

Pursuant to the resolution passed by the Board of Directors of 63 MOONS TECHNOLOGIES LIMITED (hereinafter referred to as '**63 MOONS**' or the '**Company**') on July 12, 2017 I have been appointed as a Scrutinizer to receive, process and scrutinize the postal ballot papers in respect of all the Resolutions as circulated in the Postal Ballot Notice dated July 12, 2017.

To enable wider participation of shareholders SEBI, vide its circular no. CIR/CFD/DIL/6/2012, dated July 13, 2012 as amended by its circular CIR/CFD/POLICY CELL/2/2014 April 17, 2014, and in compliance with Regulation 44 of the SEBI ( Listing Obligations and Disclosure Requirements) Regulations, 2015, and as per the provisions of Section 108 and 110 of the Act read with the Rules framed thereunder, the Company had provided electronic voting ("e-voting") facility as an alternative to its members to enable them to cast their votes electronically instead of dispatching the physical Postal Ballot Forms by post. This is a mandatory requirement for all companies listed on National Stock Exchange of India Limited (NSE) & BSE Limited (BSE), to provide for e-voting facility to their shareholders, in respect of all those businesses which are transacted through Postal Ballot by such Companies. Since 63 MOONS is a listed entity, it falls within the ambit as specified in the above mentioned Circulars issued by SEBI. Further in terms of Section 108 and Section 110 of the Companies Act, 2013 read with Rule

22 the Companies (Management and Administration) Rules, 2014, (as amended), e-voting on the Postal Ballot has been made applicable to the Company.

63 MOONS accordingly has made arrangements with the System Provider Karvy Computershare Private Limited (hereinafter referred to as '**KARVY**') for providing a system of recording votes of the shareholders cast electronically through e-Voting. The Company has also accordingly made arrangements through its Registrar and Transfer Agents, Karvy Computershare Private Limited (herein after referred as "**RTA**") to set up the e-Voting facility on the KARVY's e-Voting website <https://www.evoting.karvy.com>. 63 MOONS has also uploaded the Postal Ballot Notice containing the resolutions together with the explanatory statement on its website [www.63moons.com](http://www.63moons.com) as well as that of the Service Provider KARVY. KARVY has generated Electronic Voting Event Number (EVEN) for the votes which are to be cast through e-voting mode. All necessary formalities in compliance with the requirements specified by the Companies Act 2013 and the rules framed there under have been complied with by the service Provider KARVY, as directed by 63 MOONS. Since KARVY themselves are the System provider and the RTA for 63 MOONS they have coordinated the activities internally. Necessary instructions in this regard to be followed by the shareholders have also been duly mentioned in the Postal Ballot Notice dated July 12, 2017 sent to all the shareholders by Courier/ Post and by email, wherever email id's were available as detailed elsewhere in this Report. The above activities were completed by July 21, 2017 The Register of Members was made up, for the purpose of dispatch of postal ballot to the shareholders as of July 14, 2017, (cut-off date). The items for which the Resolutions proposed to be approved by the shareholders of 63 MOONS is as per Notice dated July 12, 2017 as per the items mentioned hereunder.

S. No.	Type of Resolutions	Description of the resolutions
1.	<u>As an Ordinary Resolution</u>  Appointment of Mr. Rajendran Soundaram as Director of the Company:	As per item no. 1 of the Postal Ballot notice Dated July 12, 2017
2.	<u>As a Special Resolution</u>  Appointment of Mr. Rajendran Soundaram as Managing Director and Chief Executive Officer	As per item no. 2 of the Postal Ballot notice Dated July 12, 2017
3.	<u>As an Ordinary Resolution</u>  Appointment of Mr. Devendra Agrawal as a Director of the Company	As per item no. 3 of the Postal Ballot notice Dated July 12, 2017



S. No.	Type of Resolutions	Description of the resolutions
4	<u>As a Special Resolution</u>  <b>Appointment of Mr. Devendra Agrawal as Whole-time Director and Chief Financial Officer (CFO)</b>	<b>As per item no. 4 of the Postal Ballot notice Dated July 12, 2017</b>

I report that the Postal Ballot Notice dated July 12, 2017 as per provisions of Section 110 of the Companies Act, 2013, read with Rule 18 and 22 of the Companies (Management and Administration) Rules, 2014 were despatched to the shareholders numbering to 18733 by Courier and Speed Post in physical form. The Notices sent in physical form were accompanied with self-addressed prepaid postage Business Reply Envelope which was required to be returned by the shareholders on or before 5.00 P.M., on August 21, 2017. In addition to the above, Postal Ballot Notices were also sent via electronic mode by KARVY the system provider to 40694 Shareholders at their email addresses registered with the Depository Participants as per the data downloaded from the National Securities Depository Limited (NSDL) and Central Depository Services (India) Limited (CDSL) as on July 14, 2017 (cut-off date). As per the information provided by the Service Provider, out of the 40694 emails sent 3850 Emails had bounced. The RTA subsequently, sent the physical Postal Ballot Notice along with Postal Ballot Form and self-addressed prepaid postage Business Reply Envelope to these shareholders by Courier. I further report that as stated in the Postal Ballot Notice sent to the shareholders, the Company had fixed 5:00 pm on Monday August 21, 2017 as the last date for receipt of Postal Ballots and for completing the E-voting.

As stated in sub rule 4(v) of Rule 20 as well as sub rule 3 of Rule 22 of the Companies (Management and Administration) Rules, 2014, an advertisement was published by the Company in "THE NEW INDIAN EXPRESS." English Newspaper, on July 22, 2017 and in "DINAMANI", Tamil edition Newspaper, on July 22, 2017 informing about the completion of despatch of the Postal Ballot Notices, by Courier/Post and by email, wherever applicable, to the shareholders along with other related matters mentioned therein.

I report that I have received the Postal Ballot forms from the shareholders during the period starting from Sunday July 23, 2017 till Monday, August 21, 2017. All the Postal Ballot forms together with all votes cast by E-voting through KARVY received and recorded up to 5:00 pm on Monday August 21, 2017, being the last date fixed by the Company for receipt of the ballot forms/e-voting, was considered for my scrutiny.

Envelopes numbering to **3236** containing Postal Ballot forms returned undelivered by postal authorities were not opened and the details of the same are separately maintained by the RTA.

The Postal Ballots forms received at the Registrar's address in the name of the Scrutinizer were opened and then taken up for matching with the master data base as of the cut-off date by the RTA under my instruction at regular intervals. This process was carried out on a weekly basis.



On Monday August 21, 2017, after the closure of e-voting period till 5.00 P.M., the votes cast through e-voting facility were duly unblocked by me as a Scrutinizer in the presence of Mr. Premkumar Nair and Mr. Damodar Kedlaya Witnesses, not in employment of the Company as prescribed under Sub Rule 4(xii) of Rule 20 of the Companies (Management and Administration) Rules, 2014. Since e-Voting facility was provided by KARVY, the details of the e-Voting exercised by the shareholders as also the votes exercised through Postal Ballots, which were duly scrutinized and processed, were duly compiled by the RTA. While the details of the e-Voting was provided by the System Provider namely KARVY, the compilation of the Register, in respect of physical Postal Ballots containing the statement of shareholder's name, folio number, postal ballot number, number of shares held, number of votes exercised, votes in favour, votes against and those votes which were rejected were generated by the RTA which have been duly scrutinized.

On scrutiny, I report that out of 59427 shareholders holding shares as on the cut-off date, 111 (one hundred and eleven only) Shareholders have exercised their vote through e-Voting and 3 (three only) Shareholders have exercised their votes through Postal Ballot Forms, as received till the last date as confirmed by Karvy.

The details of Postal ballot results for the items placed for consideration by the members are given below:

#### **Item No 1. Ordinary Resolution**

##### **Appointment of Mr. Rajendran Soundaram as a Director of the Company:**

**"RESOLVED THAT** pursuant to Section 152 and other applicable provisions, if any, of the Companies Act, 2013 read with Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), Mr. Rajendran Soundaram (DIN: 02686150), who was appointed an Additional Director of the Company with effect from 10th February 2017 by the Board of Directors of the Company and who in terms of Section 161 of the Companies Act, 2013, holds office upto the date of the forthcoming Annual General Meeting, being eligible for appointment and having consented to act as Director of the Company, and in respect of whom the Company has received a notice in writing from a member along with deposit of requisite amount under Section 160 of the Companies Act, 2013 proposing his candidature for the office of Director, be and is hereby appointed as a Director of the Company, not liable to retire by rotation.

**RESOLVED FURTHER THAT** the Board of Directors of the Company (or any committee thereof) be and is hereby authorized to do all such acts, deeds and things as in its absolute discretion it may think necessary, expedient or desirable to settle any question or doubt that may arise in relation thereto in order to give effect to the foregoing resolution."

Total No. of Shareholders	<b>59427</b>
Total No. of Shares	<b>46078537</b>
Receipt of Postal Ballot Forms	From July 23, 2017 till August 21, 2017



		Number of Votes	Number of Shares
Total votes cast through e-Voting	A	111	24851935
Total Votes Cast through Postal Ballot Forms Received	B	3	601
Grand Total of e-Voting/Postal Ballot Form (A+B)	C	114	24852536
Less: Invalid e-Voting/ Postal Ballot Forms *(On account of signature mismatch, for/against option not indicated/abstained/less voted)	D	4	1903
Net e-Voting/ Postal Ballot Forms (C-D)	E	110	24850633

#### Summary of Postal Ballot

Promoter/ Public	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstandi ng 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	21025878	20964140	99.706	20964140	0	100.00	0.00
Public- Institutional holders	5141555	53	0.001	53	0	100.00	0.00
Public- others	19911104	3886440	19.519	3885471	969	99.975	0.025
<b>Total</b>	<b>46078537</b>	<b>24850633</b>	<b>53.931</b>	<b>24849664</b>	<b>969</b>	<b>99.996</b>	<b>0.004</b>

Percentage of votes cast in favour: **99.996** Percentage of votes cast against: **0.004**

#### RESULTS:-

As the number of votes cast in favour of the Resolution is more than the number of votes cast against, I report that the Ordinary Resolution as set forth in item No. 1 of Postal Ballot Notice dated July 12, 2017 has been passed by the shareholders with requisite majority. The Resolution is deemed to be passed as on August 21, 2017 i.e. the last date specified by the Company for receipt of duly completed postal ballot forms or e-voting.



## Item No 2. Special Resolution

### Appointment of Mr. Rajendran Soundaram as Managing Director and Chief Executive Officer:

**"RESOLVED THAT** pursuant to the provisions of Section 196, 197, 198, 202, 203 and any other applicable provisions, if any, of the Companies Act, 2013 and applicable rules framed thereunder, read with Schedule V of the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof for the time being in force), and pursuant to the recommendation of the Nomination and Remuneration committee and approval of the Board of Directors at its meeting held on 09th February 2017 and subject to the approval of Central Government, if any, the consent of the shareholders of the Company be and is hereby accorded to the appointment of Mr. Rajendran Soundaram (DIN: 02686150) as Managing Director and Chief Executive Officer (CEO) of the Company in his professional capacity in accordance with Section II(B) of Part II of Schedule V of the Act for a period of three years commencing from 10th February 2017 on terms and conditions including remuneration, commission and minimum remuneration in the event of inadequacy of profits in any financial year (as recommended by the Nomination & Remuneration Committee and the Board) as set out in the Explanatory Statement to this Notice with the authority to the Board of Directors/Committee to grant increments within the range stated therein and to alter and vary from time to time, the terms & conditions of the said appointment including remuneration in such manner as may be agreed to between the Board of Directors/Nomination and Remuneration Committee and Mr. Rajendran Soundaram.

**RESOLVED FURTHER THAT** the Board of Directors of the Company (or any committee thereof) be and is hereby authorized to do all such acts, deeds and things as in its absolute discretion it may think necessary, expedient or desirable to settle any question or doubt that may arise in relation thereto in order to give effect to the foregoing resolution."

Total No. of Shareholders	<b>59427</b>		
Total No. of Shares	<b>46078537</b>		
Receipt of Postal Ballot Forms	From July 23, 2017 till August 21, 2017		
		Number of Votes	Number of Shares
Total votes cast through e-Voting	A	111	24851935
Total Votes Cast through Postal Ballot Forms Received	B	3	601
Grand Total of e-Voting/Postal Ballot Form (A+B)	C	114	24852536
Less: Invalid e-Voting/ Postal Ballot Forms *(On account of signature mismatch, for/against option not indicated/abstained/less voted)	D	5	1953
Net e-Voting/ Postal Ballot Forms (C-D)	E	109	24850583



## Summary of Postal Ballot

Promoter/ Public	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstandi ng 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)]*10 0
Promoter and Promoter Group	21025878	20964140	99.706	20964140	0	100.00	0.00
Public- Institutional holders	5141555	53	0.001	53	0	100.00	0.00
Public-others	19911104	3886390	19.519	3885422	968	99.975	0.025
<b>Total</b>	<b>46078537</b>	<b>24850583</b>	<b>53.931</b>	<b>24849615</b>	<b>968</b>	<b>99.996</b>	<b>0.004</b>

Percentage of votes cast in favour: **99.996** Percentage of votes cast against: **0.004**

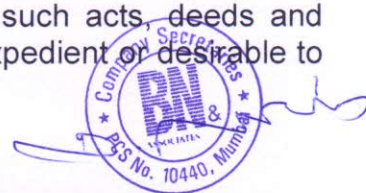
**RESULTS:-**

As the number of votes cast in favour of the Resolution is more than the three times the number of votes cast against, I report that the Special Resolution as set forth in item No. 2 of Postal Ballot Notice dated July 12, 2017 has been passed by the shareholders with requisite majority. The Resolution is deemed to be passed as on August 21, 2017 i.e. the last date specified by the Company for receipt of duly completed postal ballot forms or e-voting.

**Item No 3. Ordinary Resolution****Appointment of Mr. Devendra Agrawal as a Director of the Company:**

**"RESOLVED THAT** pursuant to Section 152 and other applicable provisions, if any, of the Companies Act, 2013 read with Companies (Appointment and Qualification of Directors) Rules, 2014 (including any statutory modification(s) or re-enactment thereof for the time being in force), Mr. Devendra Agrawal (DIN: 03579332), who was appointed an Additional Director of the Company with effect from 27th May 2017 by the Board of Directors of the Company and who in terms of Section 161 of the Companies Act, 2013, holds office up to the date of the forthcoming Annual General Meeting, being eligible for appointment and having consented to act as Director of the Company, and in respect of whom the Company has received a notice in writing from a member along with deposit of requisite amount under Section 160 of the Companies Act, 2013 proposing his candidature for the office of Director, be and is hereby appointed as a Director of the Company, liable to retire by rotation.

**RESOLVED FURTHER THAT** the Board of Directors of the Company (or any committee thereof) be and is hereby authorized to do all such acts, deeds and things as in its absolute discretion it may think necessary, expedient or desirable to



settle any question or doubt that may arise in relation thereto in order to give effect to the foregoing resolution.”

Total No. of Shareholders	<b>59427</b>		
Total No. of Shares	<b>46078537</b>		
Receipt of Postal Ballot Forms	From July 23, 2017 till August 21, 2017		
		Number of Votes	Number of Shares
Total votes cast through e-Voting	A	111	24851935
Total Votes Cast through Postal Ballot Forms Received	B	3	601
Grand Total of e-Voting/Postal Ballot Form (A+B)	C	114	24852536
Less: Invalid e-Voting/ Postal Ballot Forms *(On account of signature mismatch, for/against option not indicated/abstained/less voted)	D	4	1928
Net e-Voting/ Postal Ballot Forms (C-D)	E	110	24850608

#### Summary of Postal Ballot

Promoter/ Public	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstandin g 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	21025878	20964140	99.706	20964140	0	100.00	0.00
Public- Institutional holders	5141555	53	0.001	53	0	100.00	0.00
Public-others	19911104	3886415	19.519	3885447	968	99.975	0.025
<b>Total</b>	<b>46078537</b>	<b>24850608</b>	<b>53.931</b>	<b>24849640</b>	<b>968</b>	<b>99.996</b>	<b>0.004</b>

Percentage of votes cast in favour: **99.996** Percentage of votes cast against: **0.004**

#### RESULTS:-

As the number of votes cast in favour of the Resolution is more than the number of votes cast against, I report that the Ordinary Resolution as set forth in item No 3 of Postal Ballot Notice dated July 12, 2017 has been passed by the shareholders with requisite majority. The Resolution is deemed to be passed as on August 21, 2017 i.e. the last date specified by the Company for receipt of duly completed postal ballot forms or e-voting.



#### Item No 4. Special Resolution

##### Appointment of Mr. Devendra Agrawal as Whole-time Director and Chief Financial Officer (CFO):

**"RESOLVED THAT** pursuant to the provisions of Section 196, 197, 198, 203 and any other applicable provisions, if any, of the Companies Act, 2013 and applicable rules framed thereunder, read with Schedule V of the Companies Act, 2013 (including any statutory modification(s) or re-enactment thereof for the time being in force), and subject to the approval of Central Government, if any, the consent of the shareholders of the Company be and is hereby accorded to appoint Mr. Devendra Agrawal (DIN: 03579332) as Whole-time Director and CFO of the Company for a period of three years commencing from May 27, 2017 on terms and conditions including remuneration, commission and minimum remuneration in the event of inadequacy of profits in any financial year (as recommended by the Nomination & Remuneration Committee and the Board) as set out in the Explanatory Statement to this Notice with the authority to the Board of Directors/Committee to grant increments within the range stated therein and to alter and vary from time to time, the terms & conditions of the said appointment in such manner as may be agreed to between the Board of Directors/Nomination and Remuneration Committee and Mr. Devendra Agrawal.

**RESOLVED FURTHER THAT** the Board of Directors of the Company or any committee thereof be and is hereby authorized to do all such acts, deeds and things as in its absolute discretion it may think necessary, expedient or desirable to settle any question or doubt that may arise in relation thereto in order to give effect to the foregoing resolution."

Total No. of Shareholders	<b>59427</b>		
Total No. of Shares	<b>46078537</b>		
Receipt of Postal Ballot Forms	From July 23, 2017 till August 21, 2017		
		Number of Votes	Number of Shares
Total votes cast through e-Voting	A	111	24851935
Total Votes Cast through Postal Ballot Forms Received	B	3	601
Grand Total of e-Voting/Postal Ballot Form (A+B)	C	114	24852536
Less: Invalid e-Voting/ Postal Ballot Forms *(On account of signature mismatch, for/against option not indicated/abstained/less voted)	D	5	1953
Net e-Voting/ Postal Ballot Forms (C-D)	E	109	24850583



## Summary of Postal Ballot

Promoter/ Public	No. of shares held (1)	No. of votes polled (2)	% of votes polled on outstandi ng 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)]*10 0
Promoter and Promoter Group	21025878	20964140	99.706	20964140	0	100.00	0.00
Public- Institutional holders	5141555	53	0.001	0	53	0.00	100.00
Public- others	19911104	3886390	19.519	3885421	969	99.975	0.025
<b>Total</b>	<b>46078537</b>	<b>24850583</b>	<b>53.931</b>	<b>24849561</b>	<b>1022</b>	<b>99.996</b>	<b>0.004</b>

Percentage of votes cast in favour: **99.996** Percentage of votes cast against: **0.004**

**RESULTS:-**

As the number of votes cast in favour of the Resolution is more than the three times the number of votes cast against, I report that the Special Resolution as set forth in item No. 4 of Postal Ballot Notice dated July 12, 2017 has been passed by the shareholders with requisite majority. The Resolution is deemed to be passed as on August 21, 2017 i.e. the last date specified by the Company for receipt of duly completed postal ballot forms or e-voting.

**NOTES: APPLICABLE IN RESPECT OF ALL THE FOUR RESOLUTIONS**

- (i) Invalid Postal Ballot was not taken into account for counting of votes.
- (ii) Votes cast in favour or against has been considered on the basis of number of shares held as on the date reckoned for the purpose of postal ballot or the number of shares mentioned in the postal ballot whichever is less
- (iii) There are NIL Postal Ballot form(s) received where the shareholder has voted partly in favour and partly against
- (iv) There are NIL cases where the shareholder has voted both through Postal Ballot as well as through e-Voting.



I further report that as per the Postal Ballot Notice dated July 12, 2017 and the Board Resolution dated July 12, 2017 the Chairman or any authorized person in that behalf may declare and confirm the above results of voting by postal ballot in respect of the resolutions referred, on or before August 23, 2017. The same will be displayed at the registered office of 63 MOONS located at Shakti Tower-1, 7<sup>th</sup> Floor, Premises –E, 766, Anna Salai, Thousand lights, Chennai 600002 and also at the Corporate Office of the Company situated at FT Tower, CTS No.256 & 257, Suren Road, Chakala, Andheri East, Mumbai 400093.


The results will also be communicated to BSE and NSE where the 63 MOONS's shares are listed. It will also be displayed on Company's' website [www.63moons.com](http://www.63moons.com), and also that of the Service Provider KARVY <https://evoting.karvy.com>.

I further report that Rule 22 of the Companies (Management and Administration) Rules 2014 has been duly complied with. I further report that as per the said Rules, the records maintained by me including the data as obtained from KARVY, the System Provider for the e-Voting facility extended by them as also the RTA recording the consent or otherwise received from the shareholders, voting through postal ballot, which includes all the particulars of the shareholders such as the name, folio number / DP ID/Client ID, number of shares held, number of shares voted and number of shares assented, number of shares dissented, number of shares rejected, ballot papers and other related papers are in my safe custody which will be handed over to the Company Secretary of 63 MOONS after the Chairman considers, approves and signs the minutes of the meeting.

I thank you for the opportunity given, to act as a Scrutinizer for the above Postal Ballot of your Company.

Thanking You  
Yours faithfully,  
For BN & Associates  
COMPANY SECRETARIES



  
B Narasimhan  
(Proprietor)  
FCS 1303 COP No. : 10440

Place: Mumbai

Dated: August 23, 2017

The following were the witnesses to the unblocking of e-voting, on August 21, 2017, on closure of e-voting period.

1. Shri Premkumar Nair

Signature 

2. Shri. Damodar Kedlaya

Signature 