

Hyderabad

To

The General Manager,  
Department of Corporate Services  
**BSE Limited**  
Phirozee Jeejhoboy Towers,  
Dalal Street, Mumbai – 400001

Dear Sir,

Sub: Details of voting results of the 23<sup>rd</sup> Annual General Meeting of the Company held on Monday the 25<sup>th</sup> of September, 2017

Ref: B2B Software Technologies Limited, Scrip Code: 531268

Pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements), Regulations, 2015, we are herewith submitting the details regarding the voting results of the business transacted at the 23<sup>rd</sup> Annual General Meeting of the members of the Company held on Monday the 25<sup>th</sup> of September, 2017 in the prescribed manner.

We are also enclosing the consolidated report of the scrutinizer on remote e-voting and voting conducted at the venue of the AGM. A copy of the above is being uploaded on the website of the Company.

Thanking you

Yours sincerely,  
For **B2B SOFTWARE TECHNOLOGIES LIMITED**



**V. BALA SUBRAMANYAM**  
Executive Director  
DIN: 06399503

To

The Chairman,  
B2B SOFTWARE TECHNOLOGIES LIMITED,  
6-3-1112, 3<sup>rd</sup> & 4<sup>th</sup> Floor, AVR Tower,  
Behind Westside Showroom,  
Near Somajiguda Circle,  
Begumpet, Hyderabad – 500016

Scrutinizers Report pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014 – Remote E-voting and Ballot or Polling Paper at the 23<sup>rd</sup> Annual General Meeting of B2B SOFTWARE TECHNOLOGIES LIMITED held on 25<sup>th</sup> September, 2017.

1. Appointment as Scrutinizer :

I, DSM Ram, Practising Company Secretary, have been appointed as the Scrutinizer by the Board of Directors of B2B Software Technologies Limited for the remote e-voting and Ballot to be conducted at the 23<sup>rd</sup> Annual General Meeting (AGM) of the Company held on Monday, 25<sup>th</sup> September, 2017 at the Registered Office of the Company at 3<sup>rd</sup> & 4<sup>th</sup> Floor, AVR Towers, 6 – 3 – 1112, Behind West Side Showroom, Near Somajiguda, Begumpet, Hyderabad– 500016 at 10.30 a.m.

2. Cut-off Date:

The voting rights were reckoned as on 18<sup>th</sup> September, 2017 being the cut-off date for the purpose of deciding the entitlements of members at the remote e-voting and voting at the venue of the 23<sup>rd</sup> Annual General Meeting.

3. Remote E-voting:

Agency: The Company has appointed M/s. Central Depository Services (India) Limited (CDSL) as the agency for providing the remote e-voting platform.

Remote E-voting: Remote E-voting platform was open from 9 am (IST) on 22<sup>nd</sup> September, 2017 to 5 pm (IST) on 24<sup>th</sup> September, 2017 and members were required to cast their votes electronically conveying their assent or dissent in respect of the 5 Ordinary Resolutions, on the e-voting platform provided by CDSL.

Place: Hyderabad  
Date: 25.09.2017

For DSMR & Associates  
Company Secretaries

  
  
DSM Ram  
Proprietor  
CP No. 4239



4. Voting at the AGM:

The Company has made arrangements for voting by Ballot paper at the venue of the AGM. The Company's management is responsible for ensuring the compliance with the requirements of the Companies Act, 2013 and Rules relating to E-voting and Resolutions contained in the Notice dated 14<sup>th</sup> August, 2017 to the shareholders of the Company.

As a scrutinizer my role in the E-voting process is restricted to make a Scrutinizer's Report of the votes cast in "favour" or "against" the resolutions based on E-voting of shareholders of the Company and the reports generated from the E-voting system provided by Central Depository Services (India) Limited and also for the ballot paper.

5. Counting Process:

As soon as the Chairman announced, the conducting of the Ballot paper I have locked the empty polling box in the presence of two witnesses. After completion of the Voting by ballot I unlocked the polling box in the presence of two witnesses.

I unblocked the remote E-voting results on the CDSL E-voting platform before the same two witnesses who are not in employment of the company and downloaded the e-voting results.

Three shareholders who have casted their votes in the remote e-voting platform have also attended the AGM and their voting was not considered in the ballot process conducted at the venue of AGM.

6. Results:

I observed that:


- a) 7 Members had cast their votes through remote e-voting
- b) 24 Members have cast their votes through Poll.


The consolidated results with respect to each item of the agenda as set out in the Notice of 23<sup>rd</sup> AGM dated 14<sup>th</sup> August, 2017 is enclosed.

Based on the aforesaid results 5 Ordinary Resolutions as set out in the Notice of 23<sup>rd</sup> Annual General Meeting dated 14<sup>th</sup> August, 2017 have been passed with requisite majority.

Place: Hyderabad  
Date: 25.09.2017

Witnesses:

1.   
K. SRIKAR  
C/o. 8-3-228/678/512,  
Kannik Nayon youngguda  
Hyderabad - 500045

2.   
REENA SINGH  
Flat 405, Grauthami  
Paradise Masjid  
banda, Hyderabad.

For DSMR & Associates  
Company Secretaries

  
D S M Ram  
Proprietor  
CP No. 4239

  
Reviewed Report  
For B2B Software Technologies Lim

  
Executive Dir

DSMR & Associates

**CONSOLIDATED RESULTS**

**Item No. 1** – Adoption of Audited Standalone and Consolidated Financial Statements of the Company for the year ended 31<sup>st</sup> March, 2017 along with the report of Board of Directors and Auditors thereon:

	Remote E-voting (Members only)	Poll Paper (Members / Proxy) at AGM	Total	Remote E-voting (Members only)	Poll Paper (Members / Proxy) at AGM	Total	%
No of votes cast in favour	6	21	27	2839	1183	4022	100
No of votes cast against	1	NIL	1	1	NIL	1	--
No of votes abstained	NIL	NIL	NIL	NIL	NIL	NIL	NIL
No of votes invalid	NIL	3	3	NIL	NIL	NIL	NIL

Based on the aforesaid results, Ordinary Resolution as contained in Item No. 1 of the AGM Notice of the Company dated 14<sup>th</sup> August, 2017 has been passed with requisite majority.

Place: Hyderabad  
Date: 25.09.2017

For DSMR & Associates  
Company Secretaries



D S M Ram  
Proprietor  
C. P. No. 4239

**CONSOLIDATED RESULTS**

**Item No. 2 – Re-Appointment of Dr. Murthy Mutyala (DIN: 02394524) as a Director of the Company liable to retire by rotation:**

	Remote E-voting (Members only)	Poll Paper (Members / Proxy) at AGM	Total	Remote E-voting (Members only)	Poll Paper (Members / Proxy) at AGM	Total	%
No of votes cast in favour	6	21	27	2839	1183	4022	100
No of votes cast against	1	NIL	1	1	NIL	1	--
No of votes abstained	NIL	NIL	NIL	NIL	NIL	NIL	NIL
No of votes invalid	NIL	3	3	NIL	NIL	NIL	NIL

Based on the aforesaid results, Ordinary Resolution as contained in Item No. 2 of the AGM Notice of the Company dated 14<sup>th</sup> August, 2017 has been passed with requisite majority.

For DSMR & Associates  
Company Secretaries



Place: Hyderabad  
Date: 25.09.2017

D S M Ram  
Proprietor  
C. P. No. 4239



### CONSOLIDATED RESULTS

**Item No. 3** – Ratification of Appointment of M/s. Umamaheswara Rao & Co., Chartered Accountants as Statutory Auditors and authorisation to the Board for fixation of their remuneration for the financial year 31<sup>st</sup> March, 2018:

	Remote E-voting (Members only)	Poll Paper (Members / Proxy) at AGM	Total	Remote E-voting (Members only)	Poll Paper (Members / Proxy) at AGM	Total	%
No of votes cast in favour	6	21	27	2839	1183	4022	100
No of votes cast against	1	NIL	1	1	NIL	1	--
No of votes abstained	NIL	NIL	NIL	NIL	NIL	NIL	NIL
No of votes invalid	NIL	3	3	NIL	NIL	NIL	NIL

Based on the aforesaid results, Ordinary Resolution as contained in Item No. 3 of the AGM Notice of the Company dated 14<sup>th</sup> August, 2017 has been passed with requisite majority.

Place: Hyderabad  
Date: 25.09.2017

For DSMR & Associates  
Company Secretaries



D S M Ram  
Proprietor  
C. P. No. 4239

**CONSOLIDATED RESULTS**

**Item No. 4** – Re appointment of Mr. V. Bala Subramanyam (DIN: 06339503) as Whole Time Director as a Whole Time Director of the Company for a further term of three years with effect 1<sup>st</sup> October, 2017:

	Remote E-voting (Members only)	Poll Paper (Members / Proxy) at AGM	Total	Remote E-voting (Members only)	Poll Paper (Members / Proxy) at AGM	Total	%
No of votes cast in favour	6	21	27	2839	1183	4022	100
No of votes cast against	1	NIL	1	1	NIL	1	--
No of votes abstained	NIL	NIL	NIL	NIL	NIL	NIL	NIL
No of votes invalid	NIL	3	3	NIL	NIL	NIL	NIL

Based on the aforesaid results, Ordinary Resolution as contained in Item No. 4 of the AGM Notice of the Company dated 14<sup>th</sup> August, 2017 has been passed with requisite majority.

Place: Hyderabad  
Date: 25.09.2017

For DSMR & Associates  
Company Secretaries



D S M Ram  
Proprietor  
C. P. No. 4239

### CONSOLIDATED RESULTS

**Item No. 5 – Re Appointment of Mr. V.V. Nagendra (DIN: 0231729) as a Whole Time Director of the Company for a further term of three years with effect 1<sup>st</sup> October, 2017:**

	Remote E-voting (Members only)	Poll Paper (Members / Proxy) at AGM	Total	Remote E-voting (Members only)	Poll Paper (Members / Proxy) at AGM	Total	%
No of votes cast in favour	6	21	27	2839	1183	4022	100
No of votes cast against	1	NIL	1	1	NIL	1	--
No of votes abstained	NIL	NIL	NIL	NIL	NIL	NIL	NIL
No of votes invalid	NIL	3	3	NIL	NIL	NIL	NIL

Based on the aforesaid results, Ordinary Resolution as contained in Item No. 5 of the AGM Notice of the Company dated 14<sup>th</sup> August, 2017 has been passed with requisite majority.

Place: Hyderabad  
Date: 25.09.2017

For DSMR & Associates  
Company Secretaries



D S M Ram  
Proprietor  
C. P. No. 4239



General information about company	
Scrip code	531268
Name of the company	B2B SOFTWARE TECHNOLOGIES LTD
Type of meeting	EGM
Date of the meeting / Date of declaration of results (in case of Postal Ballot)	25-09-2017
Start time of the meeting	10:30 AM
End time of the meeting	11:15 AM

For B2B Software Technologies Limited

  
Executive Director

Voting results	
Record date	18-09-2017
Total number of shareholders on record date	1777
No. of shareholders present in the meeting either in person or through proxy	
a) Promoters and Promoter group	0
b) Public	24
No. of shareholders attended the meeting through video conferencing	
a) Promoters and Promoter group	0
b) Public	0
No. of resolution passed in the meeting	5
Disclosure of notes on voting results	

For B2B Software Technologies Limited

  
Executive Director



Resolution(1)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Approval and adoption of the Standalone and Consolidated Financial Statements for the year ended 31st March 2017 along with the report of Directors and Auditors thereon				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	8526822	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		8526822	0	0	0	0	0
Public-Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	3058578	2840	0.0929	2839	1	99.9648	0.0352
	Poll		1183	0.0387	1183	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		3058578	4023	0.1315	4022	1	99.9751
Total		11585400	4023	0.0347	4022	1	99.9751	0.0249
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

For B2B Software Technologies Limited

  
Executive Director



Resolution(1)		
Category	Mode of voting	
Promoter and Promoter Group	E-Voting	
	Poll	
	Postal Ballot (if applicable)	
	Total	
Public- Institutions	E-Voting	
	Poll	
	Postal Ballot (if applicable)	
	Total	
Public- Non Institutions	E-Voting	
	Poll	
	Postal Ballot (if applicable)	
	Total	
		Total

For B2B Software Technologies Limited

  
Executive Director

Resolution(2)								
Resolution required: (Ordinary / Special)				Ordinary				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Re-appointment of Dr Murthy Mutyala (DIN 02394524) as a Director who retires by rotation and being eligible seeks his re appointment				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	8526822	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		8526822	0	0	0	0	0
Public- Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	3058578	2840	0.0929	2839	1	99.9648	0.0352
	Poll		1183	0.0387	1183	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		3058578	4023	0.1315	4022	1	99.9751
Total		11585400	4023	0.0347	4022	1	99.9751	0.0249
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

For B2B Software Technologies Limited

  
Executive Director



Resolution(2)		
Category	Mode of voting	
Promoter and Promoter Group	E-Voting	
	Poll	
	Postal Ballot (if applicable)	
	Total	
Public- Institutions	E-Voting	
	Poll	
	Postal Ballot (if applicable)	
	Total	
Public- Non Institutions	E-Voting	
	Poll	
	Postal Ballot (if applicable)	
	Total	
		Total

For B2B Software Technologies Limited

  
Executive Director



Resolution(3)								
Resolution required: (Ordinary / Special)			Ordinary					
Whether promoter/promoter group are interested in the agenda/resolution?			No					
Description of resolution considered			Re-appointment of M/s Umamaheswara Rao & Co., Chartered Accountants as a Statutory Auditors of the Company to hold office from the conclusion of 20th Annual General Meeting till the conclusion of 25th Annual General Meeting at remuneration as may be decided by the Board of Directors					
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	8526822	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		8526822	0	0	0	0	0
Public- Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	3058578	2840	0.0929	2839	1	99.9648	0.0352
	Poll		1183	0.0387	1183	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		3058578	4023	0.1315	4022	1	99.9751
Total		11585400	4023	0.0347	4022	1	99.9751	0.0249
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

For B2B Software Technologies Limited

  
Executive Director

Resolution(3)		
Category	Mode of voting	
Promoter and Promoter Group	E-Voting	
	Poll	
	Postal Ballot (if applicable)	
	Total	
Public- Institutions	E-Voting	
	Poll	
	Postal Ballot (if applicable)	
	Total	
Public- Non Institutions	E-Voting	
	Poll	
	Postal Ballot (if applicable)	
	Total	
		Total

For B2B Software Technologies Limited

  
Executive Director



Resolution(4)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Re-appointment of Mr. V Bala Subramanyam (DIN 06399503) as Whole Time Director				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	8526822	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		8526822	0	0	0	0	0
Public- Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	3058578	2840	0.0929	2839	1	99.9648	0.0352
	Poll		1183	0.0387	1183	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		3058578	4023	0.1315	4022	1	99.9751
Total		11585400	4023	0.0347	4022	1	99.9751	0.0249
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

For B2B Software Technologies Limited

  
Executive Director



Resolution(4)		
Category	Mode of voting	
Promoter and Promoter Group	E-Voting	
	Poll	
	Postal Ballot (if applicable)	
	Total	
Public- Institutions	E-Voting	
	Poll	
	Postal Ballot (if applicable)	
	Total	
Public- Non Institutions	E-Voting	
	Poll	
	Postal Ballot (if applicable)	
	Total	
		Total

For B2B Software Technologies Limited

  
Executive Director

Resolution(5)								
Resolution required: (Ordinary / Special)				Special				
Whether promoter/promoter group are interested in the agenda/resolution?				No				
Description of resolution considered				Re-appointment of Mr. V V Nagendra (DIN: 0231729) as Whole Time Director				
Category	Mode of voting	No. of shares held	No. of votes polled	% of Votes polled on outstanding shares	No. of votes – in favour	No. of votes – against	% of votes in favour on votes polled	% of Votes against on votes polled
		(1)	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100
Promoter and Promoter Group	E-Voting	8526822	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		8526822	0	0	0	0	0
Public- Institutions	E-Voting	0	0	0	0	0	0	0
	Poll		0	0	0	0	0	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		0	0	0	0	0	0
Public- Non Institutions	E-Voting	3058578	2840	0.0929	2839	1	99.9648	0.0352
	Poll		1183	0.0387	1183	0	100	0
	Postal Ballot (if applicable)		0	0	0	0	0	0
	Total		3058578	4023	0.1315	4022	1	99.9751
Total		11585400	4023	0.0347	4022	1	99.9751	0.0249
Whether resolution is Pass or Not.							Yes	
Disclosure of notes on resolution								

For B2B Software Technologies Limited

  
Executive Director



Resolution(5)		
Category	Mode of voting	
Promoter and Promoter Group	E-Voting	
	Poll	
	Postal Ballot (if applicable)	
	Total	
Public- Institutions	E-Voting	
	Poll	
	Postal Ballot (if applicable)	
	Total	
Public- Non Institutions	E-Voting	
	Poll	
	Postal Ballot (if applicable)	
	Total	
		Total

For B2B Software Technologies Limited

  
Executive Director