



01.10.2016
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 22nd Annual General Meeting of the Company held on 30th September, 2016
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 22nd Annual General Meeting of the members of the Company held on 30th September, 2016 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.V. Nagendra

V. V. NAGENDRA
Executive Director
DIN: 00231729

D TILAK & ASSOCIATES

COMPANY SECRETARY



To

The Chairman,
B2B SOFTWARE TECHNOLOGIES LIMITED
3RD and 4TH Floor, AVR Towers, 6-3-1112,
Behind West Side 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 Annual General Meeting of B2B SOFTWARE TECHNOLOGIES LIMITED held on 30th September, 2016 at 10:30 A.M.

1. Appointment as Scrutinizer:

I, Dipti Tilak, Practicing 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 22nd Annual General Meeting (AGM) of the Company held on Friday the 30th September, 2016 at 3rd and 4th Floor, AVR Towers, 6-3-1112, Behind West Side Showroom, Near Somajiguda Circle, Begumpet Hyderabad 500016

2. Cut-off Date:

The voting rights were reckoned as on 22nd September, 2016 being the cut-off date for the purpose of deciding the entitlements of members at the remote e-voting and voting at the Annual General Meeting.

3. Remote E-voting:

Agency: The Company has appointed 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 27th September, 2016 to 5 pm (IST) on 29th September, 2016 and members were required to cast their votes electronically conveying their assent or dissent in respect of the 4 Ordinary Resolutions and 1 Special Resolution, on the e-voting platform provided by Central Depository Services (India) Limited (CDSL).

For D Tilak & Associates
Company Secretaries

Place: Hyderabad
Date: 01.10.2016



Dipti Tilak
01/10/16.
Dipti Tilak
Proprietor
C.P. No. 14903

4. Voting at the AGM:

The Company has made arrangements for voting by Ballot paper at the venue of the Annual General Meeting. 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 13th August, 2016 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 (CDSL) 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 Central Depository Services (India) Limited (CDSL) E-voting platform before the same two witnesses who are not in employment of the Company and downloaded the e-voting results.

6. Results:

I observed that:

- a) 13 Members had casted their votes through remote e-voting
- b) 24 Members have casted their votes through Ballot provided at the AGM

The consolidated results with respect to each item of the agenda as set out in the Notice of 22nd Annual General Meeting dated 13th August, 2016 is enclosed.

Based on the aforesaid results 4 Ordinary Resolutions and 1 Special Resolution as set out in the Notice of 22nd Annual General Meeting dated 13th August, 2016 have been passed with requisite majority.

For D Tilak & Associates
Company Secretaries

Place: Hyderabad
Date: 01.10.2016



Dipti Tilak
01/10/16

Dipti Tilak
Proprietor
C.P. No. 14903

Witnesses:

- 1. *Reena Singh*
(Reena Singh)
- 2. *T. Kiran Kumar*
(T. Kiran Kumar)

Reena Singh

For B2B Software Technologies Limited

[Signature]
Executive Director

CONSOLIDATED RESULTS

Item No. 1 – Adoption of Audited Financial statements of the Company for the year ended 31st March, 2016

	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	13	24	37	46,51,568	677	46,52,245	100
No. of votes cast against	NIL	NIL	NIL	NIL	NIL	NIL	NIL
No. of votes abstained	NIL	NIL	NIL	NIL	NIL	NIL	NIL
No. of votes invalid	NIL	3*	3*	NIL	1485*	NIL	NIL

Based on the aforesaid results, Ordinary Resolution as contained in Item No. 1 of the Notice of the 22nd Annual General Meeting of the Company dated 13th August, 2016 has been passed with the requisite majority.

**The votes casted by 3 (Three) shareholders are treated invalid as they have also voted for the respective Item physically even though they had voted electronically.*

For D Tilak & Associates
Company Secretaries

Place: Hyderabad
Date: 01.10.2016



Dipti Tilak
01/10/16.

Dipti Tilak
Proprietor
C.P. No. 14903

Item No. 2 – Re-appointment of Director (Dr. Y. Satyanarayana, DIN: 00360679) retiring 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	13	24	37	46,51,568	677	46,52,245	100
No. of votes cast against	NIL	NIL	NIL	NIL	NIL	NIL	NIL
No. of votes abstained	NIL	NIL	NIL	NIL	NIL	NIL	NIL
No. of votes invalid	NIL	3*	3*	NIL	1485*	NIL	NIL

Based on the aforesaid results, Ordinary Resolution as contained in Item No. 2 of the Notice of the 22nd Annual General Meeting of the Company dated 13th August, 2016 has been passed with the requisite majority.

**The votes casted by 3 (Three) shareholders are treated invalid as they have also voted for the respective Item physically even though they had voted electronically.*

Place: Hyderabad
Date: 01.10.2016



For D Tilak & Associates
Company Secretaries

Dipti Tilak
01/10/16

Dipti Tilak
Proprietor
C.P. No. 14903

Item No. 3 – Ratification of Appointment of Auditors (M/s. Umamaheswara Rao & Co.).

	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	13	24	37	46,51,568	677	46,52,245	100
No. of votes cast against	NIL	NIL	NIL	NIL	NIL	NIL	NIL
No. of votes abstained	NIL	NIL	NIL	NIL	NIL	NIL	NIL
No. of votes invalid	NIL	3*	3*	NIL	1485*	NIL	NIL

Based on the aforesaid results, Ordinary Resolution as contained in Item No. 3 of the Notice of the 22nd Annual General Meeting of the Company dated 13th August, 2016 has been passed with the requisite majority.

**The votes casted by 3 (Three) shareholders are treated invalid as they have also voted for the respective Item physically even though they had voted electronically.*

Place: Hyderabad
Date: 01.10.2016



For D Tilak & Associates
Company Secretaries

Dipti Tilak
01/10/16

Dipti Tilak
Proprietor
C.P. No. 14903

Item No. 4 –To consider and approve service of documents as prescribed under Section 20 of the Companies Act, 2013.

	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	13	24	37	46,51,568	677	46,52,245	100
No. of votes cast against	NIL	NIL	NIL	NIL	NIL	NIL	NIL
No. of votes abstained	NIL	NIL	NIL	NIL	NIL	NIL	NIL
No. of votes invalid	NIL	3*	3*	NIL	1485*	NIL	NIL

Based on the aforesaid results, Ordinary Resolution as contained in Item No. 4 of the Notice of the 22nd Annual General Meeting of the Company dated 13th August, 2016 has been passed with the requisite majority.

**The votes casted by 3 (Three) shareholders are treated invalid as they have also voted for the respective Item physically even though they had voted electronically.*

For D Tilak & Associates
Company Secretaries

Place: Hyderabad
Date: 01.10.2016



Dipti Tilak
01/10/16

Dipti Tilak
Proprietor
C.P. No. 14903

Item No. 5 – Re classification of promoters.

	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	13	24	37	46,51,568	677	46,52,245	100
No. of votes cast against	NIL	NIL	NIL	NIL	NIL	NIL	NIL
No. of votes abstained	NIL	NIL	NIL	NIL	NIL	NIL	NIL
No. of votes invalid	NIL	3*	3*	NIL	1485*	NIL	NIL

Based on the aforesaid results, Ordinary Resolution as contained in Item No. 5 of the Notice of the 22nd Annual General Meeting of the Company dated 13th August, 2016 has been passed with the requisite majority.

**The votes casted by 3 (Three) shareholders are treated invalid as they have also voted for the respective Item physically even though they had voted electronically.*

For D Tilak & Associates
Company Secretaries

Place: Hyderabad
Date: 01.10.2016



Dipti Tilak
01/10/16
Dipti Tilak
Proprietor
C.P. No. 14903

For B2B Software Technologies Limited

[Signature]
Executive Director

		B2B SOFTWARE TECHNOLOGIES LIMITED						
Date of the AGM/EGM		30-09-2016						
Total number of shareholders on record date		1763						
No. of shareholders present in the meeting either in person or through proxy:		27						
Promoters and Promoter Group:		0						
Public:		27						
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 - Approval and adoption of the Standalone and Consolidated Financial Statements for the year ended 31st March, 2016 along with the report of Directors and 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	8527422	4650060	54.5307	4650060	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		4650060	54.5307	4650060	0	100	0
Public- Institutions	E-Voting	0	0	0.0000	00	0	0.0000	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		0	0	0	0	0	0
Public- Non Institutions	E-Voting	3057978	1508	0.0493	1508	0	100.0000	0.0000
	Poll		677	0.0221	677	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		2185	0.0715	2185	0	100	0
	Total	11585400	4652245	40.1561	4652245	0	100.0000	0.0000

V.V. Magendhe
Executive Director

Resolution No.	2							
Resolution required: (Ordinary/ Special)	ORDINARY - Re appointment of Dr. Y. Satyanarayana (DIN: 00360679) as a Director who retires by rotation and being eligible seeks his re appointment							
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	8527422	4650060	54.5307	4650060	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		4650060	54.5307	4650060	0	100	0
Public- Institutions	E-Voting	0	0	0.0000	00	0	0.0000	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		0	0	0	0	0	0
Public- Non Institutions	E-Voting	3057978	1508	0.0493	1508	0	100.0000	0.0000
	Poll		677	0.0221	677	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		2185	0.0715	2185	0	100	0
Total		11585400	4652245	40.1561	4652245	0	100.0000	0.0000

For B2B Software Technologies Limited

V.V. Nagendhe
Executive Director

Resolution No.	3							
Resolution required: (Ordinary/ Special)	ORDINARY - Re appointment of M/s. Umamaheswara Rao & Co., Chartered Accountants as Statutory Auditors of the Company to hold office from the conclusion of 20th Annual General Meeting till the conclusion of the 25th Annual General Meeting at remuneration as may be decided by the Board of Directors							
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	8527422	4650060	54.5307	4650060	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		4650060	54.5307	4650060	0	100	0
Public- Institutions	E-Voting	0	0	0.0000	00	0	0.0000	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		0	0	0	0	0	0
Public- Non Institutions	E-Voting	3057978	1508	0.0493	1508	0	100.0000	0.0000
	Poll		677	0.0221	677	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		2185	0.0715	2185	0	100	0
Total		11585400	4652245	40.1561	4652245	0	100.0000	0.0000

For B2B Software Technologies Limited

V.V. Nagendra
Executive Director

Resolution No.	4							
Resolution required: (Ordinary/ Special)	ORDINARY - Manner of service of documents on the members of the Company as envisaged under the provisions of Section 20 of the Companies Act, 2013							
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	8527422	4650060	54.5307	4650060	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		4650060	54.5307	4650060	0	100	0
Public- Institutions	E-Voting	0	0	0.0000	00	0	0.0000	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		0	0	0	0	0	0
Public- Non Institutions	E-Voting	3057978	1508	0.0493	1508	0	100.0000	0.0000
	Poll		677	0.0221	677	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		2185	0.0715	2185	0	100	0
Total	Total	11585400	4652245	40.1561	4652245	0	100.0000	0.0000

For B2B Software Technologies Limited
V.V. Maganthe
 Executive Director

Resolution No.	5							
Resolution required: (Ordinary/ Special)	SPECIAL - Re classification of promoters in pursuance of Regulation 31A of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015:							
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	8527422	4650060	54.5307	4650060	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		4650060	54.5307	4650060	0	100	0
Public- Institutions	E-Voting	0	0	0.0000	00	0	0.0000	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		0	0	0	0	0	0
Public- Non Institutions	E-Voting	3057978	1508	0.0493	1508	0	100.0000	0.0000
	Poll		677	0.0221	677	0	100.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	00	0	0.0000	0.0000
	Total		2185	0.0715	2185	0	100	0
Total		11585400	4652245	40.1561	4652245	0	100.0000	0.0000

For B2B Software Technologies Limited

V.V. Magendhe
Executive Director