

September 16, 2021

BSE Limited Corporate Relationship Department, Phiroze Jeejeebhoy Towers, 25 th Floor, Dalal Street, Fort, Mumbai - 400 001	National Stock Exchange of India Limited Exchange Plaza, Plot No. C/1, Block G, Bandra - Kurla Complex Bandra (East), Mumbai – 400 051
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Dear Sir/Madam,

Sub: Intimation under Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 [“Listing Regulations”]

Reg: Declaration of Result of Postal Ballot along with the Scrutinizer’s Report

**Stock Code: BSE - 532927
NSE – ECLERX**

With reference to our letter number eClerx/SECD/SE/2021/052 dated August 17, 2021, please find below the outcome/result of the Postal Ballot:

Details of Agenda Item:

Item No.	Agenda	Resolution required	Mode of voting
1.	Approval for Buy Back of Equity Shares through tender offer route.	Special Resolution	Electronic voting

The Resolution as set forth in Item No. 1 was passed by the shareholders with requisite majority. Ms. Savita Jyoti of M/s. Savita Jyoti Associates, Practising Company Secretaries who was appointed as the Scrutinizer for conducting the electronic voting process has submitted her report on September 16, 2021.

In terms of the provisions of Regulation 44(3) of the Listing Regulations, the summary of the results of the Postal Ballot and the Scrutinizer’s Report are attached as **Annexure 1** and **Annexure 2** respectively.

This is for your information and records.

Thanking you,

Yours truly,

For **eClerx Services Limited**



Pratik Bhanushali

Company Secretary & Compliance Officer
F8538

Encl.: as above

Annexure 1

Date of declaration of Postal Ballot Result	September 16, 2021
Total number of shareholders as on record date (i.e. August 13, 2021)	38,023
No. of shareholders present in the meeting either in person or through proxy:	Not Applicable
Promoter and Promoter Group	
Public	
No. of Shareholders attended the meeting through Video Conferencing	Not Applicable
Promoter and Promoter Group	
Public	

Agenda-wise disclosure:

Item No. 1

Approval for Buy-Back of Equity Shares

Resolution required : Ordinary/Special						Special Resolution		
Whether promoter/promoter group are interested in the agenda/resolution?						Only to the extent of their respective shareholding in the Company, if any.		
Category	Mode of voting	No. of shares held	No. of votes polled	% of votes polled on out-standing share	No. of votes in favour	No. of votes against	% of votes in favour on votes polled	% of votes in 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	18,772,356	18,734,247	99.7970%	18,734,247	-	100%	0%
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total		18,734,247	99.7970%	18,734,247	-	100%	0%
Public - Institutions	E-voting	11,809,836	10,771,063	91.2042%	10,771,063	-	100%	0%
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total		10,771,063	91.2042%	10,771,063	-	100%	0%
Public Non-Institutions	E-voting	4,307,394	157,818	3.6639%	157,632	186	99.8821%	0.1179%
	Postal Ballot		NA	NA	NA	NA	NA	NA
	Total		157,818	3.6639%	157,632	186	99.8821%	0.1179%
Total		34,889,586	29,663,128	85.0200%	29,662,942	186	99.9994%	0.0006%



SAVITA JYOTI ASSOCIATES
COMPANY SECRETARIES

CS. SAVITA JYOTI, B.Com. F.C.S

Scrutiniser's Report

To,
The Chairman
eClerx Services Limited
Sonawala Building,
1st Floor, 29, Bank Street, Fort,
Mumbai – 400 023

Sub: Report of Scrutiniser on the results of voting conducted through Postal Ballot process through Electronic Means ("E-Voting").

Dear Sir,

1. I, Savita Jyoti, M/s. Savita Jyoti Associates, Practicing Company Secretary, was appointed as the Scrutiniser by the Board of Directors of eClerx Services Limited ("the Company"), pursuant to the provisions of Section 108, 110 and other applicable provisions, if any, of the Companies Act, 2013 ("the Act") read Rule 20 and 22 of the Companies (Management and Administration) Rules, 2014 ("the Rules") to scrutinise the votes cast electronically ("Remote E-voting") on the item of business set out in the Notice of Postal Ballot dated August 13, 2021 in a fair and transparent manner.
2. In compliance with the provisions of Regulation 44 of the Securities and Exchange Board of India (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Sections 108 and 110 of the Companies Act 2013 read with Rules 20 & 22 of the Companies (Management and Administration) Rules, 2014, read with the General Circular No: 14/2020 dated April 8, 2020, the General Circular No: 17/2020, dated April 13, 2020, the General Circular No: 22/2020 dated June 15, 2020, the General Circular No: 33/2020 dated September 28, 2020, the General Circular No: 39/2020 dated December 31, 2020 and General Circular No: 10/2021 dated June 23, 2021 issued by the Ministry of Corporate Affairs ("MCA Circulars") (including any statutory modification or re-enactment thereof for the time being in force, as amended from time to time) and pursuant to other applicable laws and regulations, the Company had provided facility to the shareholders to exercise votes through electronic voting system ("Remote E-voting") on the E-voting platform provided by KFin Technologies Private Limited ("KFin Technologies").
3. The physical copies of the Postal Ballot Notice and prepaid business reply envelopes were not sent to the shareholders for this postal ballot and shareholders were able to vote only through the Remote E-voting process in accordance with MCA circulars. Shareholders whose names appear on the Register of Members/List of Beneficial Owners as on August 13, 2021 were considered for the purpose of E-voting.
4. The postal ballot notice was sent electronically on August 17, 2021, to those shareholders whose email IDs were registered with the Company/KFin Technologies.
5. Pursuant to the provisions of the Listing Regulations, an advertisement was published on August 18, 2021 by the Company in English Newspaper "Business Standard" and Marathi Newspaper "Sakal", informing about the completion of dispatch of Postal Ballot Notice and details of Remote E-voting.
6. The Remote E-voting period remained open from Wednesday, August 18, 2021 at 09:00 hours (IST) and ended at 17:00 hours. (IST) Thursday, September 16, 2021. The votes received upto 17.00 hours (IST) on Thursday, September 16, 2021 were considered valid for scrutiny, failing which, it was considered that no vote has been received from the shareholder.

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SAVITA JYOTI ASSOCIATES
COMPANY SECRETARIES

CS. SAVITA JYOTI, B.Com., F.C.S.

7. The e-voting module of KFin Technologies was disabled on Thursday, September 16, 2021 at 17.00 hours (1ST) and unblocked thereafter by me in presence of Ms Sonam and Ms Vibha, not in employment of the Company, as prescribed under Rule 20 of the Companies (Management and Administration) Rules, 2014.
8. The summary of votes cast by Remote E-voting is given below:

SPECIAL BUSINESS:

Resolution No. 1:

Approval for Buy Back of Equity Shares through tender offer route.

Resolution required : Ordinary/Special					Special Resolution			
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Category	Mode of voting	No. of shares held	No. of votes polled	% of votes polled on out-standing share	No. of votes in favour	No. of votes against	% of votes in favour on votes polled	% of votes in against on votes polled
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9. As the number of votes cast in favour of the Resolution is more than three times the number of votes against, we report that the Special Resolution set forth in the Postal Ballot Notice dated August 13, 2021 have been passed by the Members of the Company with requisite majority. The Resolution is deemed to be passed on the last date of e voting i.e. Thursday, September 16, 2021.

SJ

SAVITA JYOTI ASSOCIATES
COMPANY SECRETARIES

CS. SAVITA JYOTI, B.Com., F.C.S

10. All relevant records of voting process given/provided/maintained in electronic mode will remain in my custody until the Chairman/Managing Director/Company Secretary considers, approves and signs the Minutes of the Postal Ballot and the same shall be handed over thereafter to the Chairman/Managing Director/Company Secretary.
11. The Chairman of the Company can declare and confirm the above result of Postal Ballot and the same can be communicated to BSE Limited and National Stock Exchange of India Limited where the Company's shares are listed and also be displayed on the Company's website www.eclerx.com

Thanking you,
Yours faithfully,



CS SAVITA JYOTI (Scrutiniser)
SAVITA JYOTI ASSOCIATES
Practicing Company Secretary
Membership No.3738; CP No. 1796
UDIN: F003738C000958331

Place: Hyderabad
Date: September 16, 2021

Countersigned by:

for eClerx Services Limited



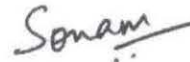
Pradeep Kapoor
Non-Executive Independent Director - Chairman

Place: Mumbai
Date: September 16, 2021

SAVITA JYOTI, FCS 3738
Practicing Company Secretary
Certificate of Practice No. 1796

Witness:

1.



2.

