

October 01, 2016

<b>To,</b>  <b>BSE LIMITED</b> Phiroze Jeejeebhoy Towers Dalal Street ,Mumbai – 400001 <u>Tel:022-22721233/34</u> Fax: 022-22722131/1072/2037/2061/41 Email: <a href="mailto:corp.relations@bseindia.com">corp.relations@bseindia.com</a> <a href="mailto:corp.compliance@bseindia.com">corp.compliance@bseindia.com</a>  Scrip Code: 532172 Security ID:SPHEREGSL	<b>To,</b>  The National Stock Exchange Limited, Exchange Plaza, BandraKurla Complex, Bandra (East), Mumbai: 400051 Tel: 022-26598235/36/452 Fax: 022-26598237/38 Email: <a href="mailto:cmist@nse.co.in">cmist@nse.co.in</a>  Scrip Code: SPHEREGSL
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**Sub: Listing Compliances – Scrutinizer's Report and Report under Clause 44(3)**  
**Ref: Scrip code 532172(BSE), SPHEREGSL (NSE)**

Dear Sir/Madam

This is to inform you that the consent of the equity shareholders was sought for passing of resolutions at the Annual General Meeting.

We wish to inform you that based on the scrutinizer's report, the chairman of the company has declared the resolutions as passed with majority on 01<sup>st</sup> October, 2016 at the registered office of the company.

In this connection, please find enclosed the following:

- a)Voting results under Regulation 44(3) of the SEBI (LODR) Regulations, 2015
- b)Scrutinizer's Report.

This is for your information and for dissemination to the general public at large.

Please acknowledge the receipt of the same.

Thanking You,

for SPHERE GLOBAL SERVICES LIMITED

  
Akshita Surana  
Company Secretary & Compliance Officer



**Details of Voting Results of Poll & Remote E-voting pursuant to Regulation 44(3) of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015**

**Voting Results**

<b>Date of AGM/EGM/ Declaration of Results</b>	01 <sup>st</sup> October, 2016
<b>Total Number of shareholders as on record date (21.09.2016)</b>	9921
<b>No: of Shareholders present in the meeting either in person or through proxy :</b> Promoters and Promoters Group: Public:	0 44
<b>No: of shareholders attended the meeting through video conferencing</b> Promoters and Promoters Group Public	Not Applicable

1. Details of the Agenda: Item 1 –

Sl. No	Agenda	Resolution type (Ordinary / Special)	Mode of Voting (Show of hands / Poll / Postal ballot / Remote E-voting)
1.	Adoption of the Audited Financial Statements of the Company for the financial year ended March 31, 2016, the Report of the Board of Directors and the Report of the Auditors thereon; and the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2016	Ordinary	Remote E-voting & Poll
Whether promoter/promoter group are interested in the agenda /resolution? NO			



Details of Result for 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	Number of Votes in favour (4)	Number of votes against (5)	% of Votes in favor on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7) = [(5)/(2)]*100
Promoter & Promoter Group	E-Voting	10844901	1266006	11.67	1266006	0	100	0
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	10844901	1266006	11.67	1266006	0	100	0
Public Institutional holders	E-Voting	0	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	0	-	-	-	-	-	-
Public - others	E-Voting	6623971	577142	8.71	577142	0	100	0
	Poll		27588	0.42	27588	0	100	0
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	6623971	604730	9.13	604730	0	100	0
<b>TOTAL</b>		<b>17468872</b>	<b>1870736</b>	<b>10.71</b>	<b>1870736</b>	<b>0</b>	<b>100</b>	<b>0</b>



2. Details of the Agenda: Item 2 –

Sl. No	Agenda	Resolution type (Ordinary / Special)	Mode of Voting ( <del>Show of hands</del> / Poll / <del>Postal ballot</del> / Remote E-voting)
2.	To appoint a Director in place of Mr. S Sudhakiran Reddy (DIN: 01436242), who retires by rotation and being eligible offers himself for re-appointment	Ordinary	Remote E-voting & Poll
Whether promoter/promoter group are interested in the agenda /resolution?			
NO			

Details of Result for 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	Number of Votes in favour (4)	Number of votes against (5)	% of Votes in favor on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7) = [(5)/(2)]*100
Promoter & Promoter Group	E-Voting	10844901	1266006	11.67	1266006	0	100	0
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	10844901	1266006	11.67	1266006	0	100	0
Public Institutional holders	E-Voting	0	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-





	(if applicable)							
	Total	0	-	-	-	-	-	-
Public - others	E-Voting	6623971	577142	8.71	577142	0	100	0
	Poll		27588	0.42	27588	0	100	0
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	6623971	604730	9.13	604730	0	100	0
<b>TOTAL</b>		<b>17468872</b>	<b>1870736</b>	<b>10.71</b>	<b>1870736</b>	<b>0</b>	<b>100</b>	<b>0</b>

3. Details of the Agenda: Item 3 –

Sl. No	Agenda	Resolution type (Ordinary / Special)	Mode of Voting (Show of hands / Poll / Postal ballot / Remote E-voting)
3.	To ratify the re-appointment of M/s. Niranjana and Narayan, Chartered Accountants (Firm Registration No. 005899S ) as approved by Members at the 24th Annual General Meeting as Statutory Auditors of the company, to hold office until the conclusion of 27th Annual General Meeting, and to fix their remuneration for the financial year ending March 31, 2017.	Ordinary	Remote E-voting & Poll
Whether promoter/promoter group are interested in the agenda /resolution?			
NO			

Details of Result for 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	Number of Votes in favour (4)	Number of votes against (5)	% of Votes in favor on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7) = [(5)/(2)]*100
Promoter & Promoter Group	E-Voting	10844901	1266006	11.67	1266006	0	100	0
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	10844901	1266006	11.67	1266006	0	100	0
Public Institutional holders	E-Voting	0	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	0	-	-	-	-	-	-
Public - others	E-Voting	6623971	577142	8.71	577142	0	100	0
	Poll		27588	0.42	27588	0	100	0
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	6623971	604730	9.13	604730	0	100	0
<b>TOTAL</b>		<b>17468872</b>	<b>1870736</b>	<b>10.71</b>	<b>1870736</b>	<b>0</b>	<b>100</b>	<b>0</b>



4. Details of the Agenda: Item 4 –

Sl. No	Agenda	Resolution type (Ordinary / Special)	Mode of Voting (Show of hands / Poll / Postal ballot / Remote E-voting)
4.	Appointment of Mrs. Suneeta Kuchakulla as the director of the company.	Ordinary	Remote E-voting & Poll
Whether promoter/promoter group are interested in the agenda /resolution? NO			

Details of Result for 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	Number of Votes in favour (4)	Number of votes against (5)	% of Votes in favor on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7) = [(5)/(2)]*100
Promoter & Promoter Group	E-Voting	10844901	1266006	11.67	1266006	0	100	0
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	10844901	1266006	11.67	1266006	0	100	0
Public Institutional holders	E-Voting	0	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	0	-	-	-	-	-	-



Public - others	E-Voting	6623971	577142	8.71	577142	0	100	0
	Poll		27588	0.42	27588	0	100	0
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total		6623971	604730	9.13	604730	0	100
TOTAL		17468872	1870736	10.71	1870736	0	100	0

5. Details of the Agenda: Item 5 –

Sl. No	Agenda	Resolution type (Ordinary / Special)	Mode of Voting (Show of hands / Poll / Postal ballot / Remote E-voting)
5.	Appointment of Mr. Devender Reddy K as the director of the company	Ordinary	Remote E-voting & Poll
Whether promoter/promoter group are interested in the agenda /resolution?			
NO			

Details of Result for 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	Number of Votes in favour (4)	Number of votes against (5)	% of Votes in favor on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7) = [(5)/(2)]*100
Promoter & Promoter Group	E-Voting	10844901	1266006	11.67	1266006	0	100	0
	Poll		-	-	-	-	-	-
	Postal Ballot		-	-	-	-	-	-





	(if applicable)							
	Total	10844901	1266006	11.67	1266006	0	100	0
Public Institutional holders	E-Voting	0	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	0	-	-	-	-	-	-
Public - others	E-Voting	6623971	577142	8.71	577142	0	100	0
	Poll		27588	0.42	27588	0	100	0
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	6623971	604730	9.13	604730	0	100	0
<b>TOTAL</b>		<b>17468872</b>	<b>1870736</b>	<b>10.71</b>	<b>1870736</b>	<b>0</b>	<b>100</b>	<b>0</b>

6. Details of the Agenda: Item 6 –

Sl. No	Agenda	Resolution type (Ordinary / Special)	Mode of Voting (Show of hands / Poll / Postal ballot / Remote E-voting)
6.	Revision in the remuneration of Mr. S Sudhakiran Reddy as the Managing Director	Special	Remote E-voting & Poll
Whether promoter/promoter group are interested in the agenda /resolution?			
NO			

Details of Result for 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	Number of Votes in favour (4)	Number of votes against (5)	% of Votes in favor on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7) = [(5)/(2)]*100
Promoter & Promoter Group	E-Voting	10844901	1266006	11.67	1266006	0	100	0
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	10844901	1266006	11.67	1266006	0	100	0
Public Institutional holders	E-Voting	0	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	0	-	-	-	-	-	-
Public - others	E-Voting	6623971	577142	8.71	577142	0	100	0
	Poll		27588	0.42	27588	0	100	0
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	6623971	604730	9.13	604730	0	100	0
<b>TOTAL</b>		<b>17468872</b>	<b>1870736</b>	<b>10.71</b>	<b>1870736</b>	<b>0</b>	<b>100</b>	<b>0</b>

7. Details of the Agenda: Item 7 –



Sl. No	Agenda	Resolution type (Ordinary / Special)	Mode of Voting (Show of hands / Poll / Postal ballot / Remote E-voting)
7.	Issue of equity shares under ESOP Scheme	Special	Remote E-voting & Poll
Whether promoter/promoter group are interested in the agenda /resolution?			
NO			

Details of Result for 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	Number of Votes in favour (4)	Number of votes against (5)	% of Votes in favor on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7) = [(5)/(2)]*100
Promoter & Promoter Group	E-Voting	10844901	1266006	11.67	1266006	0	100	0
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	10844901	1266006	11.67	1266006	0	100	0
Public Institutional holders	E-Voting	0	-	-	-	-	-	-
	Poll		-	-	-	-	-	-
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	0	-	-	-	-	-	-
Public -	E-Voting		577142	8.71	577142	0	100	0



others	Poll	6623971	27588	0.42	27588	0	100	0
	Postal Ballot (if applicable)		-	-	-	-	-	-
	Total	6623971	604730	9.13	604730	0	100	0
	<b>TOTAL</b>	<b>17468872</b>	<b>1870736</b>	<b>10.71</b>	<b>1870736</b>	<b>0</b>	<b>100</b>	<b>0</b>

for Sphere Global Services Limited



DIN No: 01436242  
Hyderabad, 01<sup>st</sup> October, 2016





### **Report of Scrutinizer on E-Voting Process**

[Pursuant to section 108 of Companies Act, 2013 read with Rule 20 of the Companies  
(Management and Administration) Rules, 2014]

To  
The Chairman  
Sphere Global Services Limited  
A-52, Road No 70,  
Journalist Colony, Jubilee Hills,  
Hyderabad -500033  
Telangana

Sir,

**Sub: Scrutinizer's Report on E-Voting Process conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 ('the Act') read with Rule 20 of Companies (Management and Administration) Rules, 2014 for 26<sup>th</sup> Annual general Meeting.**

The Board of Directors of Sphere Global Services Limited ('the Company') have vide resolution passed on 24<sup>th</sup> August, 2016, decided to provide to the members of the company, a facility to exercise their rights on the resolutions as set out in the notice of 26th Annual general Meeting to be held on 30<sup>th</sup> September, 2016 by way of electronic means as required under provisions of section 108 of the Companies Act, 2013 ('the Act') read with Rule 20 of Companies (Management and Administration) Rules, 2014 ('the Rules').

I, Manoj Kumar Koyalkar, of AGR Reddy & Co., Company Secretaries having Membership No. 19445 has been appointed as the Scrutinizer by the Board of Directors of the company vide resolution passed on 24<sup>th</sup> August, 2016, as required section 108 of the Act, read with Rule 20 of the Rules, for the purpose of scrutinizing the e-voting process in a fair and transparent manner and ascertaining the requisites majority for passing of resolution as contained in the notice convening the 26th Annual General Meeting of the Company.

The management of the company is responsible to ensure the compliance with the requirements of the Act and Rules relating to voting through electronic means on the resolutions contained in a fair and transparent manner and make a Scrutinizer's Report of the Votes cast "in favour" or "against" the resolutions stated above, based on the reports generated from the e-voting system provided by the Central Depository Services Limited (CDSL), the authorized agency to provide e-voting facilities, engaged by the company.



**AGR Reddy & Co.**  
Company Secretaries, Suite #202, Pavani Annexe,  
Banjara Hills, Road #2, Hyderabad-500 034, Tel : +91-040-23541900.  
E-mail: mail@agrlaws.com, URL: www.agrlaws.com

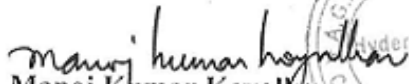
The notice dated 24<sup>th</sup> August, 2016, convening the 26th Annual general Meeting of the company to be held on 30<sup>th</sup> September, 2016 along with the statement setting out the material facts under section 102 of the Act were sent to members of the company.

The member of the company holding shares on the cutoff date of 23<sup>rd</sup> September, 2016 were entitled to vote on the resolutions proposed as set out in the notice of Annual General Meeting.

In this regard, I submit my report as under:

1. The e-voting period remained open from Sunday, 25<sup>th</sup> September, 2016 at 09:00 A.M to Thursday, 29<sup>th</sup> September, 2016 at 05:00 P.M.
2. At the end of the e-voting period, I have unblocked the electronic votes in the presence of two witnesses not in the employment of the company.
3. The details containing list of shareholders who vote for or against each of the resolutions that were put to vote were downloaded from the e-voting website of the CDSL ([www.evotingindia.com](http://www.evotingindia.com)).
4. I have scrutinized the votes casted through electronic means for the purpose of this report.
5. The particulars of all the electronic votes casted by the members through e-voting process have been recorded in a register separately maintained for the purpose.
6. The result of the voting is as per annexure attached herewith.
7. The Register, all other papers and relevant records relating to voting shall remain in our custody until the chairman considers, approves and signs the minutes of aforesaid Annual General Meeting and the same are handed over to the Director for safe custody.

Thanking You,  
for AGR Reddy & Co.  
Company Secretaries

  
Manoj Kumar Koyal  
Membership No: 19445  
CP No: 10004



Place: Hyderabad  
Date: 01.10.2016



**Report of Scrutinizer on E-Voting Process & Vote by Poll at 26<sup>th</sup> Annual General Meeting**

[Pursuant to section 108 and 109 of Companies Act, 2013 read with Rule 20 and 21(2) of the Companies (Management and Administration) Rules, 2014]

To  
The Chairman  
Sphere Global Services Limited  
A-52, Road No 70,  
Journalist Colony, Jubilee Hills,  
Hyderabad -500033  
Telangana

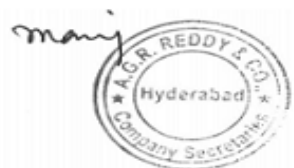
Sir,

**Sub: Scrutinizer's Report on Remote E-Voting Process & Vote by Poll conducted pursuant to the provisions of Section 108 and 109 of the Companies Act, 2013 ('the Act') read with Rule 20 and 21(2) of Companies (Management and Administration) Rules, 2014 for 26<sup>th</sup> Annual General Meeting**

The Board of Directors of Sphere Global Services Limited ('the Company') have vide resolution passed on 24<sup>th</sup> August, 2016, decided to provide to the members of the company, a facility to exercise their rights on the resolutions as set out in the notice of 26<sup>th</sup> Annual general Meeting to be held on 30<sup>th</sup> September, 2016 by way of electronic means as required under provisions of section 108 of the Companies Act, 2013 ('the Act') read with Rule 20 of Companies (Management and Administration) Rules, 2014 ('the Rules').

I, Manoj Kumar Koyalkar, of AGR Reddy & Co., Company Secretaries having Membership No. 19445 has been appointed as the Scrutinizer by the Board of Directors of the company vide resolution passed on 24<sup>th</sup> August, 2016, as required section 108 of the Act, read with Rule 20 of the Rules, for the purpose of scrutinizing the e-voting process in a fair and transparent manner and ascertaining the requisites majority for passing of resolution as contained in the notice convening the 26<sup>th</sup> Annual General Meeting of the Company to be held on 30<sup>th</sup> September, 2016.

The management of the company is responsible to ensure the compliance with the requirements of the Act and Rules relating to voting through electronic means on the resolutions contained in a fair and transparent manner and make a Scrutinizer's Report of the Votes cast "in favour" or "against" the resolutions stated above, based on the reports generated from the e-voting system provided by the Central Depository Services Limited (CDSL), the authorized agency to provide e-voting facilities, engaged by the company.



**AGR Reddy & Co.**

Company Secretaries, Suite #202, Pavani Annexe,  
Banjara Hills, Road #2, Hyderabad-500 034, Tel : +91-040-23541900.  
E-mail: mail@agrlaws.com, URL: www.agrlaws.com

The notice dated 24<sup>th</sup> August, 2016 convening the 26<sup>th</sup> Annual general Meeting of the company to be held on 30<sup>th</sup> September, 2016 along with the statement setting out the material facts under section 102 of the Act were sent to members of the company.

The member of the company holding shares on the record date of 23<sup>rd</sup> September, 2016 were entitled to vote on the resolutions proposed as set out in the notice of Annual General Meeting.

In this regard, I submit my report as under:

1. The e-voting period remained open from Sunday, 25<sup>th</sup> September, 2016 at 09:00 A.M to Thursday, 29<sup>th</sup> September, 2016 at 05:00 P.M.
2. At the end of the e-voting period, I have unblocked the electronic votes in the presence of two witnesses not in the employment of the company.
3. The details containing list of shareholders who vote for or against each of the resolutions that were put to vote were downloaded from the e-voting website of the CDSL ([www.evotingindia.com](http://www.evotingindia.com)).
4. Pursuant to Listing Agreement entered by the company, the company has also provided facility of voting through the physical ballot form to those members who do not have access to the e-voting facility. The physical ballot forms received by the Company were kept in my safe guard custody. Our report includes the results of voting through the physical ballot forms in addition to votes casted through e-voting website of CDSL by the eligible shareholders.
5. We have scrutinized the votes casted through electronic means and also through physical ballot forms for the purpose of this report.
6. The particulars of all the electronic votes casted by the members through e-voting process and votes casted by the members through physical ballot forms have been recorded in a register separately maintained for the purpose.
7. The result of the voting is as per annexure attached herewith.
8. The Register, all other papers and relevant records relating to voting shall remain in our custody until the chairman considers, approves and signs the minutes of aforesaid Annual General Meeting and the same are handed over to the Director for safe custody.

**Recommendation:**

All the resolutions having secured requisites majority of votes, the respective resolutions may be considered to have been passed. The Chairman of the Company may accordingly declare the result of voting.

Thanking You,  
for AGR Reddy & Co.  
Company Secretaries

  
Manoj Kumar Koyalkar  
Membership No: 19445  
CP No: 10004



Hyderabad, 1<sup>st</sup> October, 2016



**Annexure of the Scrutinizer's Report**

**Results of Remote e-voting conducted for the 26th Annual General Meeting of Sphere Global Services Limited held on 30<sup>th</sup> September, 2016**

Sr. No	Reso No./ Item No.	Heading of the Resolution	Type of Resoluti on	Valid votes						Invalid Votes	
				Voting in Favour ( Assent)			Voted Against (Dissent)				
				No. of Members voted	No. of votes casted	% of valid votes	No. of Members voted	No. of votes casted	% of valid votes	No. of Members voted	No. of votes casted.
1.	1.	Adoption of the Audited Financial Statements of the Company for the financial year ended March 31, 2016, the Report of the Board of Directors and the Report of the Auditors thereon; and the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2016	Ordinary	14	1,843,148	100	0	0	0	0	0



2.	2.	To appoint a Director in place of Mr. S Sudhakiran Reddy (DIN: 01436242), who retires by rotation and being eligible offers himself for re-appointment	Ordinary	14	1,843,148	100	0	0	0	0	0
3.	3.	To ratify the re-appointment of M/s. Niranjana and Narayan, Chartered Accountants (Firm Registration No. 005899S ) as approved by Members at the 24th Annual General Meeting as Statutory Auditors of the company, to hold office until the conclusion of 27th Annual General Meeting, and to fix their remuneration for the financial year ending March 31, 2017.	Ordinary	14	1,843,148	100	0	0	0	0	0
4.	4.	Appointment of Mrs. Suneeta Kuchakulla as the director of the company.	Ordinary	14	1,843,148	100	0	0	0	0	0

may



5.	5.	Appointment of Mr. Devender Reddy K as the director of the company	Ordinary	14	1,843,148	100	0	0	0	0	0
6.	6.	Revision in the remuneration of Mr. S Sudhakaran Reddy, Managing Director of the company	Special	14	1,843,148	100	0	0	0	0	0
7.	7.	Issue of equity shares under ESOP Scheme	Special	14	1,843,148	100	0	0	0	0	0



**Annexure of the Scrutinizer's Report**


**Results of Poll conducted at 26th Annual General Meeting of Sphere Global Services Limited held on 30<sup>th</sup> September, 2016**

Sr. No	Reso No./ Item No.	Heading of the Resolution	Type of Resoluti on	Valid votes						Invalid Votes	
				Voting in Favour ( Assent)			Voted Against (Dissent)				
				No. of Members voted (in Person or proxy)	No. of votes casted	% of valid votes	No. of Members voted (in Person or proxy)	No. of votes casted	% of valid votes	No. of Members voted (in Person or proxy)	No. of votes casted.
1.	1.	Adoption of the Audited Financial Statements of the Company for the financial year ended March 31, 2016, the Report of the Board of Directors and the Report of the Auditors thereon; and the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2016	Ordinary	44	27,588	100	0	0	0	0	0





2.	2.	To appoint a Director in place of Mr. S Sudhakaran Reddy (DIN: 01436242), who retires by rotation and being eligible offers himself for re-appointment	Ordinary	44	27,588	100	0	0	0	0	0
3.	3.	To ratify the re-appointment of M/s. Niranjan and Narayan, Chartered Accountants (Firm Registration No. 005899S ) as approved by Members at the 24th Annual General Meeting as Statutory Auditors of the company, to hold office until the conclusion of 27th Annual General Meeting, and to fix their remuneration for the financial year ending March 31, 2017.	Ordinary	44	27,588	100	0	0	0	0	0

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4.	4.	Appointment of Mrs. Suneeta Kuchakulla as the director of the company.	Ordinary	44	27,588	100	0	0	0	0	0
5.	5.	Appointment of Mr. Devender Reddy K as the director of the company	Ordinary	44	27,588	100	0	0	0	0	0
6.	6.	Revision in the remuneration of Mr. S Sudhakiran Reddy, Managing Director of the company	Special	44	27,588	100	0	0	0	0	0
7.	7.	Issue of equity shares under ESOP Scheme	Special	44	27,588	100	0	0	0	0	0



**Annexure of the Scrutinizer's Report**

**Consolidated Results of e-voting and Poll conducted at 26th Annual General Meeting of Sphere Global Services Limited held on 30<sup>th</sup> September, 2016**

Sr. No	Reso No./ Item No.	Heading of the Resolution	Type of Resolution	Valid votes						Invalid Votes	
				Voting in Favour ( Assent)			Voted Against (Dissent)				
				No. of Members voted (in Person or proxy)	No. of votes casted	% of valid votes	No. of Members voted (in Person or proxy)	No. of votes caste d	% of valid vote s	No. of Members voted (in Person or proxy)	No. of votes casted .
1.	1.	Adoption of the Audited Financial Statements of the Company for the financial year ended March 31, 2016, the Report of the Board of Directors and the Report of the Auditors thereon; and the Audited Consolidated Financial Statements of the Company for the financial year ended March 31, 2016	Ordinary	58	1,870,736	100	0	0	0	0	0


2.	2.	To appoint a Director in place of Mr. S Sudhakaran Reddy (DIN: 01436242), who retires by rotation and being eligible offers himself for re-appointment	Ordinary	58	1,870,736	100	0	0	0	0	0
3.	3.	To ratify the re-appointment of M/s. Niranjana and Narayan, Chartered Accountants (Firm Registration No. 005899S ) as approved by Members at the 24th Annual General Meeting as Statutory Auditors of the company, to hold office until the conclusion of 27th Annual General Meeting, and to fix their remuneration for the financial year ending March 31, 2017.	Ordinary	58	1,870,736	100	0	0	0	0	0





4.	4.	Appointment of Mrs. Suneeta Kuchakulla as the director of the company.	Ordinary	58	1,870,736	100	0	0	0	0	0
5.	5.	Appointment of Mr. Devender Reddy K as the director of the company	Ordinary	58	1,870,736	100	0	0	0	0	0
6.	6.	Revision in the remuneration of Mr. S Sudhakiran Reddy, Managing Director of the company	Special	58	1,870,736	100	0	0	0	0	0
7.	7.	Issue of equity shares under ESOP Scheme	Special	58	1,870,736	100	0	0	0	0	0

