

February 01, 2016

To, BSE LIMITED Phiroze Jeejeebhoy Towers Dalal Street ,Mumbai – 400001 Tel:022-22721233/34 Fax: 022-22722131/1072/2037/2061/41 Email: corp.relations@bseindia.com corp.compliance@bseindia.com Scrip Code: 532172 Security ID:SPHEREGSL	To, The National Stock Exchange Limited, Exchange Plaza, BandraKurla Complex, Bandra (East), Mumbai: 400051 Tel: 022-26598235/36/452 Fax: 022-26598237/38 Email: cmlist@nse.co.in Scrip Code: SPHEREGSL
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Sub: Listing Compliances – Scrutinizer's Report- Regarding

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 special resolution vide Postal Ballot for Re-classification of Promoters under Regulation 31A of the SEBI (LODR) Regulations, 2015.

We wish to inform you that based on the scrutinizer's report, the chairman of the company has declared the resolution as passed with majority on 01 February, 2016 at the registered office of the company.

In this connection, please find enclosed the following:

- a) Voting results under Regulation 44 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



Annexure I

Date of the AGM/EGM/ Postal Ballot	February 1, 2016
Total number of shareholders on record date	10,608
No. of shareholders present in the meeting either in person or through proxy: Promoters and Promoter Group: Public:	N.A. (Voting by Postal Ballot)
No. of Shareholders attended the meeting through Video Conferencing Promoters and Promoter Group: Public:	N.A. (Voting by Postal Ballot)

Agenda-wise disclosure (to be disclosed separately for each agenda item)

Resolution required: (Ordinary/ Special)		Special					
Whether promoter/ promoter group are interested in the agenda/resolution?	Yes						
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
Promoter and Promoter Group	E-Voting	11960877	(2)	(3)=[(2)/(1)]*100	(4)	(5)	(6)=[(4)/(2)]*100
	Poll		701900	5.87	701900	--	--
	Postal Ballot (if applicable)		11258977	94.13	11258977		--
	Total		11960877	100	11960877		
Public-Institutions	E-Voting	--	--	--	--	--	--
	Poll		--	--	--	--	--
	Postal Ballot (if applicable)						
	Total						
Public-Non Institutions	E-Voting	5507995	384416	6.98	384416		
	Poll		--	--	--	--	--
	Postal Ballot (if applicable)		2203421	40.00	2203421		
	Total		2587837	46.98	2587837		
Total		17468872	14548714	83.8	14548714		





TAPASVILAL DEORA & ASSOCIATES

Practising Company Secretaries

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REPORT OF SCRUTINIZER

To

The Chairman

M/s. SPHERE GLOBAL SERVICES LIMITED

Plot No. A-52, Journalist Colony

Jubilee Hills, Hyderabad

Telangana

Dear Sir,

Sub: Scrutinizer's Report on the Postal Ballot and E-Voting Process

M/s. **Sphere Global Services Limited** (Formerly known as Color Chips (India) Limited) ("Company") bearing CIN: L72300TG1990PLC011129 had appointed me as the Scrutinizer for conducting the Postal Ballot and E-Voting process for seeking approval of Shareholders of the Company by passing a Special Resolution for re-classification of Mr. Sudish S Rambotla and M/s. Ravikaanth Portfolio Service India Limited, the existing promoters of the Company from promoter category to Non promoter category, in accordance with the Regulation 31A and other relevant provisions of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and applicable provisions of the Companies Act, 2013.

The Management of the Company is responsible to ensure the compliance with the requirements of the relevant provisions of (i) the Companies Act, 2013 and the Rules made thereunder and (ii) the Listing Regulations. My responsibility as a scrutinizer is restricted to making a scrutinizer's report of the votes cast by the shareholders for the resolutions contained in the Notice dated December 18, 2015, based on the reports generated from the e-voting system provided by Central Depository Services India Limited ("CDSL"), the authorised agency engaged by the Company to provide e-voting facilities for e-voting and scrutiny of the physical ballot received till the time fixed for closing of the voting process i.e., till 5:00 P.M. on January 29, 2016.

I submit my report as under:

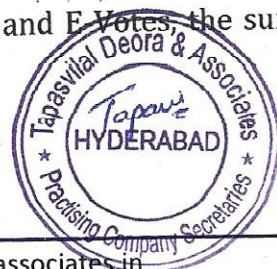
1. The Company has completed on December 29, 2015, the dispatch of Notices of postal ballot & E-Voting along with the Explanatory Statement as required to all its equity shareholders whose name(s) appeared on the Register of





Members/List of Beneficial Owners as on the cut-off date, i.e. December 18, 2015.

2. The Postal Ballot, in this regard, has been conducted in accordance with the provisions of Section 110 of the Companies Act, 2013 read with Rule 22 of the Companies (Management and Administration) Rules, 2014, as amended. The Company had also provided e-voting facility in terms of Regulation 44 of SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 as an alternative to its shareholders and had engaged CDSL for this purpose.
3. The voting through Postal Ballot and e-voting period remained open from December 31, 2015 at 9:00 A.M. to January 29, 2016 at 5:00 P.M.
4. After the time fixed for closing of the Postal Ballot and E-voting process, i.e. January 29, 2016 at 5:00 P.M., I have downloaded the data of e-voting from CDSL. A Final report was tabulated by me and the data regarding the final E-Voting was diligently scrutinized and reconciled with the records maintained by the Company.
5. The particulars of all Postal Ballots and Electronic votes received from/ cast by the equity shareholders have been entered in the electronic (excel form) register separately maintained for the purpose.
6. The Postal Ballot Forms were scrutinized and the shareholding was matched/ confirmed with the Register of Members of the Company/ list of beneficial owners as on December 18, 2015.
7. All Postal Ballot Forms and e-Votes received up to 5.00 P.M. on January 29, 2016, being the last date and time fixed by the Company for receipt of the Forms, were considered for my scrutiny.
8. The e-voting data was scrutinized by me for verification of votes cast in favour and against the Resolution.
9. I have not found any defaced/mutilated Postal Ballot form.
10. On proper scrutiny of all the Postal Ballot Forms and E-Votes, the summary of the same is given below:



**Item No. 1: Special Resolution: Re-classification of promoters****(i) Voted in favour of the Resolution:**

Mode of voting	Number of members who voted	Number of Votes cast by them	% of total number of valid votes cast
Physical	59	1,34,62,398	92.53
e-voting	12	10,86,316	7.47
Total	71	1,45,48,714	100

(ii) Votes against the Resolution:

Mode of voting	Number of members who voted	Number of Votes cast by them	% of total number of valid votes cast
Physical	0	0	0
e-voting	0	0	0
Total	0	0	0

(iii) Invalid Votes:

Mode of voting	Number of members whose votes were declared invalid	Number of Votes cast by them
Physical	0	0
e-voting	0	0
Total	0	0

11. The resolution has been passed with requisite majority since all the votes have been cast in favour of the resolution and no votes have been cast against the resolution, the Resolution is considered to be duly passed by the shareholders with requisite majority as on the date of announcement of the results.

12. I have handed over the postal ballot forms and other related papers/ Registers and records for safe custody to Ms. Akshita Surana, Company Secretary of the Company who is authorised by the Board to supervise the Postal Ballot process and E-voting process.





TAPASVILAL DEORA & ASSOCIATES

Practising Company Secretaries

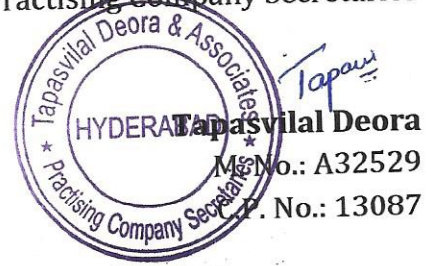
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13. You may accordingly declare the results of voting by postal ballot and E-voting.

Thanking you,

For Tapasvilal Deora & Associates
Practising Company Secretaries



Hyderabad
February 1, 2016