

**ISL/SS/SE/41/2019-2020**  
**18th September, 2019**

The National Stock Exchange of India Ltd.  
Exchange Plaza  
Bandra Kurla Complex  
Bandra East  
Mumbai 400 051

The BSE Ltd.  
P.J. Towers  
Dalal Street  
Mumabi 400 001

Dear Sir / Madam,

**Sub.:** 24<sup>th</sup> Annual General Meeting E-voting and Poll Results.

Dear Sir / Madam,

In compliance of the Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015, please find the enclosed Voting Results along with Scrutinizer's Report on the resolutions passed at the 24<sup>th</sup> Annual General Meeting held on 17<sup>th</sup> September, 2019.

Kindly acknowledge and take this into your records.

Thanking You,

Yours faithfully

**For Inspirisys Solutions Limited**  
**(Formerly Accel Frontline Limited)**



**S.Sundaramurthy**  
**Company Secretary**



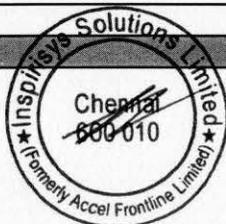
Encl: as above

**Inspirisys Solutions Limited (Formerly Accel Frontline Limited)**

**Voting Results in accordance with Regulation 44(3) of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 for the business transacted by the Company through the facility of remote e-voting & poll (electronically) are furnished below:**

<b>Date of the AGM/EGM</b>	17-09-2019
<b>Total number of shareholders on record date</b>	6851
<b>No. of shareholders present in the meeting either in person or through proxy:</b>	
<b>Promoters and Promoter Group:</b>	1
<b>Public:</b>	931
<b>No. of Shareholders attended the meeting through Video Conferencing</b>	
<b>Promoters and Promoter Group:</b>	Not Applicable
<b>Public:</b>	Not Applicable

<b>Resolution No.</b>	1 - To receive, consider and adopt the Standalone and Consolidated Audited Financial Statements of the Company as at 31st March, 2019 together with the reports of the Board of Directors and Auditors thereon							
<b>Resolution required: (Ordinary/ Special)</b>	Ordinary							
<b>Whether promoter/ promoter group are interested in the agenda/resolution?</b>	No							
<b>Category</b>	<b>Mode of Voting</b>	<b>No. of shares held (1)</b>	<b>No. of votes polled (2)</b>	<b>% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100</b>	<b>No. of Votes – in favour (4)</b>	<b>No. of Votes – against (5)</b>	<b>% of Votes in favour on votes polled (6)=[(4)/(2)]*100</b>	<b>% of Votes against on votes polled (7)=[(5)/(2)]*100</b>
Promoter and Promoter Group	E-Voting	2,77,12,125	2,77,12,125	100.0000	2,77,12,125	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>2,77,12,125</b>	<b>100.0000</b>	<b>2,77,12,125</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public- Institutions	E-Voting	29,890	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public- Non Institutions	E-Voting	1,18,74,858	92,445	0.7785	92,438	7	99.9924	0.0075
	Poll		50,392	0.4244	50,371	21	99.9583	0.0416
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>1,42,837</b>	<b>1.2029</b>	<b>1,42,809</b>	<b>28</b>	<b>99.9804</b>	<b>0.0196</b>
<b>Total</b>	<b>Total</b>	<b>3,96,16,873</b>	<b>2,78,54,962</b>	<b>70.3109</b>	<b>2,78,54,934</b>	<b>28</b>	<b>99.9999</b>	<b>0.0001</b>



Resolution No.	2 - To appoint a Director in place of Mr. Malcolm F. Mehta, (DIN: 03277490) who retires by rotation and, being eligible, offers himself for re-appointment.							
Resolution required: (Ordinary/ Special)	Ordinary							
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	2,77,12,125	2,77,12,125	100.0000	2,77,12,125	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>2,77,12,125</b>	<b>100.0000</b>	<b>2,77,12,125</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public- Institutions	E-Voting	29,890	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public- Non Institutions	E-Voting	1,18,74,858	90,445	0.7617	90,438	7	99.9922	0.0077
	Poll		50,392	0.4244	50,371	21	99.9583	0.0416
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>1,40,837</b>	<b>1.1861</b>	<b>1,40,809</b>	<b>28</b>	<b>99.9801</b>	<b>0.0199</b>
<b>Total</b>		<b>3,96,16,873</b>	<b>2,78,52,962</b>	<b>70.3058</b>	<b>2,78,52,934</b>	<b>28</b>	<b>99.9999</b>	<b>0.0001</b>



Resolution No.	3 - Re-appointment of Statutory Auditors							
Resolution required: (Ordinary/ Special)	Ordinary							
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	2,77,12,125	2,77,12,125	100.0000	2,77,12,125	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		2,77,12,125	100.0000	2,77,12,125	0	100.0000	0.0000
Public- Institutions	E-Voting	29,890	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		0	0	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	1,18,74,858	90,445	0.7617	90,438	7	99.9922	0.0077
	Poll		50,392	0.4244	50,371	21	99.9583	0.0416
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		1,40,837	1.1861	1,40,809	28	99.9801	0.0199
Total		3,96,16,873	2,78,52,962	70.3058	2,78,52,934	28	99.9999	0.0001



Resolution No.	4 - Appointment of Mr. Koji Iketani as a Non-Executive (Non-Independent) Director of the company.							
Resolution required: (Ordinary/ Special)	Ordinary							
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	2,77,12,125	2,77,12,125	100.0000	2,77,12,125	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>2,77,12,125</b>	<b>100.0000</b>	<b>2,77,12,125</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public- Institutions	E-Voting	29,890	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public- Non Institutions	E-Voting	1,18,74,858	90,445	0.7617	90,438	7	99.9922	0.0077
	Poll		50,392	0.4244	50,371	21	99.9583	0.0416
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>1,40,837</b>	<b>1.1861</b>	<b>1,40,809</b>	<b>28</b>	<b>99.9801</b>	<b>0.0199</b>
<b>Total</b>		<b>3,96,16,873</b>	<b>2,78,52,962</b>	<b>70.3058</b>	<b>2,78,52,934</b>	<b>28</b>	<b>99.9999</b>	<b>0.0001</b>



Resolution No.	5 - Re-appointment of Mrs. Ruchi Naithani as an Independent Women Director.							
Resolution required: (Ordinary/ Special)	Special							
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	2,77,12,125	2,77,12,125	100.0000	2,77,12,125	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>2,77,12,125</b>	<b>100.0000</b>	<b>2,77,12,125</b>	<b>0</b>	<b>100.0000</b>	<b>0.0000</b>
Public- Institutions	E-Voting	29,890	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>0</b>	<b>0</b>	<b>0</b>	<b>0</b>	<b>0.0000</b>	<b>0.0000</b>
Public- Non Institutions	E-Voting	1,18,74,858	90,445	0.7617	90,438	7	99.9922	0.0077
	Poll		50,392	0.4244	50,371	21	99.9583	0.0416
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	<b>Total</b>		<b>1,40,837</b>	<b>1.1861</b>	<b>1,40,809</b>	<b>28</b>	<b>99.9801</b>	<b>0.0199</b>
<b>Total</b>	<b>3,96,16,873</b>	<b>2,78,52,962</b>	<b>70.3058</b>	<b>2,78,52,934</b>	<b>28</b>	<b>99.9999</b>	<b>0.0001</b>	



Resolution No.	6 - Re-appointment of Mr. Raj Khalid as an Independent Director.							
Resolution required: (Ordinary/ Special)	Special							
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	2,77,12,125	2,77,12,125	100.0000	2,77,12,125	0	100.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		2,77,12,125	100.0000	2,77,12,125	0	100.0000	0.0000
Public- Institutions	E-Voting	29,890	0	0.0000	0	0	0.0000	0.0000
	Poll		0	0.0000	0	0	0.0000	0.0000
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		0	0	0	0	0.0000	0.0000
Public- Non Institutions	E-Voting	1,18,74,858	90,445	0.7617	90,438	7	99.9922	0.0077
	Poll		50,392	0.4244	50,371	21	99.9583	0.0416
	Postal Ballot (if applicable)		0	0.0000	0	0	0.0000	0.0000
	Total		1,40,837	1.1861	1,40,809	28	99.9801	0.0199
Total		3,96,16,873	2,78,52,962	70.3058	2,78,52,934	28	99.9999	0.0001



18<sup>th</sup> September, 2019

**Sub: Declaration of Voting Results of the 24th Annual General Meeting held on Tuesday, 17<sup>th</sup> September, 2019 at "The Music Academy Mini Hall, TTK Road, Alwarpet, Chennai - 600 014" at 11:00 A.M.**

The details are as follows:

Sl. No.	Notice Items	Resolutions (Ordinary / Special)	Mode of Voting - Remote e-voting / Poll (Electronically) at AGM hall
1.	To receive, consider and adopt the Standalone and Consolidated Audited Financial Statements of the Company as at 31st March, 2019 together with the reports of the Board of Directors and Auditors thereon.	Ordinary Resolution	Remote e-voting & Poll (Electronically) at AGM hall
2.	To appoint a Director in place of Mr. Malcolm F. Mehta, (DIN: 03277490) who retires by rotation and, being eligible, offers himself for re-appointment.	Ordinary Resolution	
3.	Re-appointment of Statutory Auditors.	Ordinary Resolution	
4.	Appointment of Mr. Koji Iketani as a Non-Executive (Non-Independent) Director of the company.	Ordinary Resolution	
5.	Re-appointment of Mrs. Ruchi Naithani as an Independent Women Director.	Special Resolution	
6.	Re-appointment of Mr. Raj Khalid as an Independent Director.	Special Resolution	

Based on the Report of the Scrutinizer, I hereby declare that the resolutions for the above-mentioned items have been passed with requisite majority by the shareholders.

Thanking you.

**For Inspirisys Solutions Limited  
(Formerly Accel Frontline Limited)**



**Malcolm F. Mehta  
Chairman & Chief Executive Officer**



**CONSOLIDATED REPORT OF THE SCRUTINIZER**  
**[Pursuant to Section 108 of the Companies Act, 2013 and Rule 20 of the**  
**Companies (Management and Administration) Rules, 2014]**

**To**  
**The Chairman,**  
**Inspirisys Solutions Limited**  
**(Formerly Accel Frontline Limited)**  
1<sup>st</sup> Floor, Dowlath Towers,  
New Door No.57, 59, 61 & 63  
Taylors Road, Kilpauk  
**Chennai – 600 010**

**Result of Remote E-Voting/Poll (Electronically)**

Dear Sir,

**Sub: Consolidated Scrutinizer's Report on remote e-voting conducted pursuant to provisions of Section 108 of the Companies Act, 2013 read with Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 as amended and Poll (electronically) taken at the venue of the 24<sup>th</sup> Annual General Meeting (AGM) of the Inspirisys Solutions Limited (Formerly Accel Frontline Limited) held on Tuesday, September 17, 2019 at 11:00 A.M at "The Music Academy Mini Hall, TTK Road, Alwarpet, Chennai – 600 014.**

1. I, **M Alagar, Company Secretary in Practice (COP No.8196)** have been appointed as a Scrutinizer by the Board of Directors of Inspirisys Solutions Limited (Formerly Accel Frontline Limited) (herein after referred to as "**the Company**") vide their meeting held on August 08, 2019. Pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 & 21 of the Companies (Management and Administration) Rules, 2014 as amended from time to time and subject to Regulation 44 of the SEBI(LODR) Regulations, 2015 to conduct the remote e-voting process for passing the items on the agenda as contained in the AGM Notice dated August 08, 2019, and for the purpose of Poll (electronically) at the venue of the 24<sup>th</sup> Annual General Meeting ("**AGM**") of the Equity Shareholders of the Company.



2. The Notice dated August 08, 2019 along with the statement setting out material facts under Section 102 of the Act was sent to the Shareholders in respect of the below mentioned resolutions passed at the AGM of the Company.
3. The Company has availed the remote e-voting facility offered by National Securities Depository Limited (NSDL), for conducting remote e-voting, to enable the members to exercise their right to vote by electronic means.
4. The Company has also provided the Poll (electronically) facility offered by Karvy Computershare Pvt. Ltd., for conducting voting at venue of the AGM to the shareholders who had not cast their vote earlier through remote e-voting facility. The Shareholders of the company holding shares as on the "Cut-off" date (i.e. Tuesday, September 10, 2019) were entitled to vote on the resolutions as set out in the AGM notice.
5. The remote e-voting commenced on Friday, September 13, 2019 at 9.00 a.m. (IST) and ended on Monday, September 16, 2019 at 5.00 p.m. (IST) and the members were requested to cast their votes electronically conveying their Assent or Dissent in respect of Ordinary/Special Resolutions, on e-voting platform provided by NSDL, and thereafter the NSDL e-voting platform was blocked.
6. At the 24<sup>th</sup> AGM, the Chairman announced the availability of Poll (electronically) facility offered by Karvy Computershare Pvt. Ltd., for the shareholders who have not casted their vote through remote e-voting. At the venue of AGM, after announcing of voting by use of Poll (electronically) by the Chairperson, the facility offered for voting by poll was conducted in my presence.
7. After conclusion of Poll (electronically) at the venue of the AGM, the remote e-voting facility offered by National Securities Depository Limited (NSDL) was unblocked at 01.00 P.M on September 17, 2019 in the presence of Ms. K. Jamuna and Mr.B.Sasin who are not the employees of the company.
8. The consolidated e-voting results/list of equity shareholders who have voted for and against were downloaded from the e-voting website of "NSDL"



(<http://www.evoting.nsdl.com>) and based on such report generated, the results of the e-voting is as under,

**Resolution No.1- To receive, consider and adopt the Standalone and Consolidated Audited Financial Statements of the Company as at 31<sup>st</sup> March, 2019 together with the reports of the Board of Directors and Auditors thereon.**

**- (Ordinary Resolution) is given below:**

S. No	Particulars	Total	Assent	Dissent
1.	Total number of valid votes - remote e-voting	2,78,04,570	2,78,04,563	7
2.	Total of number of valid votes- by Poll (electronically) at AGM Venue	50,392	50,371	21
3.	Total of above (1+2)	2,78,54,962	2,78,54,934	28
4.	% of valid votes cast		<b>99.9999</b>	<b>0.0001</b>

**Resolution No. 2 - To appoint a Director in place of Mr. Malcolm F Mehta (DIN 03277490) who retires by rotation and, being eligible, offers himself for re-appointment. - (Ordinary Resolution) is given below:**

S.No	Particulars	Total	Assent	Dissent
1.	Total number of valid votes- remote e-voting	2,78,02,570	2,78,02,563	7
2.	Total of number of valid votes- by Poll (electronically) at AGM Venue	50,392	50,371	21
3.	Total of above (1+2)	2,78,52,962	2,78,52,934	28
4.	% of valid votes cast		<b>99.9999</b>	<b>0.0001</b>



**Resolution No.3 - Re-appointment of Statutory Auditors - (Ordinary Resolution) is given below:**

<b>S.No</b>	<b>Particulars</b>	<b>Total</b>	<b>Assent</b>	<b>Dissent</b>
1.	Total number of valid votes- remote e-voting	2,78,02,570	2,78,02,563	7
2.	Total of number of valid votes- by Poll (electronically) at AGM Venue	50,392	50,371	21
3.	Total of above (1+2)	2,78,52,962	2,78,52,934	28
4.	% of valid votes cast		<b>99.9999</b>	<b>0.0001</b>

**Resolution No.4 - Appointment of Mr. Koji Iketani as a Non- Executive (Non-Independent) Director of the Company - (Ordinary Resolution) is given below:**

<b>S.No</b>	<b>Particulars</b>	<b>Total</b>	<b>Assent</b>	<b>Dissent</b>
1.	Total number of valid votes- remote e-voting	2,78,02,570	2,78,02,563	7
2.	Total of number of valid votes- by Poll (electronically) at AGM Venue	50,392	50,371	21
3.	Total of above (1+2)	2,78,52,962	2,78,52,934	28
4.	% of valid votes cast		<b>99.9999</b>	<b>0.0001</b>



**Resolution No.5 – Re-appointment of Mrs. Ruchi Naithani as an Independent Women Director - (Special Resolution) is given below:**

<b>S.No</b>	<b>Particulars</b>	<b>Total</b>	<b>Assent</b>	<b>Dissent</b>
1.	Total number of valid votes- remote e-voting	2,78,02,570	2,78,02,563	7
2.	Total of number of valid votes- by Poll (electronically) at AGM Venue	50,392	50,371	21
3.	Total of above (1+2)	2,78,52,962	2,78,52,934	28
4.	% of valid votes cast		<b>99.9999</b>	<b>0.0001</b>

**Resolution No.6- Re-appointment of Mr. Raj Khalid as an Independent Director - (Special Resolution) is given below:**

<b>S.No</b>	<b>Particulars</b>	<b>Total</b>	<b>Assent</b>	<b>Dissent</b>
1.	Total number of valid votes- remote e-voting	2,78,02,570	2,78,02,563	7
2.	Total of number of valid votes- by Poll (electronically) at AGM Venue	50,392	50,371	21
3.	Total of above (1+2)	2,78,52,962	2,78,52,934	28
4.	% of valid votes cast		<b>99.9999</b>	<b>0.0001</b>



You may accordingly declare the results of the remote e-Voting and Poll (electronically) conducted at the AGM.

The Register, all other papers and relevant records relating to remote e-Voting and Poll (electronically) at the 24<sup>th</sup> AGM shall remain in our safe custody until the chairperson considers, approves and signs the minutes of the aforesaid Annual General Meeting and thereafter the same will be handed over to the Company Secretary for the safe Keeping.

**Thanking you**

**Yours truly,**

**For M. Alagar & Associates**



**M. Alagar**

**F.C.S - 7488**

**C.P No.8196**



Date: September 17, 2019

Place: Chennai

*Counter Signed*

**For Inspirisys Solutions Limited  
(formerly Accel Frontline Limited)**



**Malcolm F. Mehta  
Chairman & Chief Executive Officer**