



☎	+91 80 6659 8700
🖨	+91 80 6696 3333
✉	info@subex.com
🌐	www.subex.com

July 29, 2017

To
The Manager – Listing
BSE Limited
The National Stock Exchange of India Limited

Dear Sir/Madam,

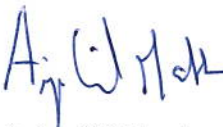
Sub: Regulation 44 of the SEBI (LODR), Regulations, 2015- AGM Voting Results

In accordance with the Regulation 44(3) of the SEBI (Listing Obligations & Disclosure Requirements) Regulations, 2015, please find enclosed the details of the voting results on resolutions passed by the shareholders through e-voting and through poll, at the Twenty Third Annual General Meeting ('AGM') of Subex Limited ('the Company') held on July 28, 2017.

The details of each agenda item are enclosed hereto. Kindly note that all resolutions were passed with requisite majority. We request you to take the aforesaid notification on record.

Thanking you.

Yours Truly,
For Subex Limited



Arjun Makhecha
Acting Company Secretary



Subex Limited

CIN - L85110KA1994PLC016663

Registered Address: RMZ Ecoworld, Outer Ring Road, Devarabisanahalli, Bangalore - 560103, India

Annexure I-Format for Voting Results	
Date of the AGM	28th July, 2017
Total number of shareholders on record date	104759
No. of shareholders present in the meeting either in person or through proxy:	77
Promoters and Promoter Group:	Nil
Public:	77
No. of Shareholders attended the meeting through Video Conferencing	Nil
Promoters and Promoter Group:	Nil
Public:	Nil
Agenda- wise disclosure (to be disclosed separately for each agenda item)	



Resolution required: Ordinary	Whether promoter/ promoter group are interested in the agenda/resolution?	Ordinary Resolution: I. Adoption of Financial Statements								
		No								
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	in favour on votes polled	% of Votes against on votes polled	No. of invalid votes	
			-1	-2	(3)=[(2)/(1)]* 100	-4	-5	(6)=[(4)/(2)]* 100		(7)=[(5)/(2)]* 100
Promoter and Promoter Group	E-Voting	974044	0	0	0	0	0	0	0	
	Poll		0	0	0	0	0	0	0	
	Total	974044	0	0	0	0	0	0	0	
Public-Institutions	E-Voting	4334645	0	0	0	0	0	0	0	
	Poll		0	0	0	0	0	0	0	
	Total	4334645	0	0	0	0	0	0	0	
Public-Non Institutions	E-Voting	556694246	48803242	8.75130337	48800592	2650	98.23	0.01	0	
	Poll		876411	0.157156327	876289	0	1.76	0	122	
	Total	557668290	49679653	8.908459364	49676881	2650	99.99	0.01	0	
Total		562002935								



Resolution required: Ordinary	Ordinary Resolution: 2.Appointment of Mr. Surjeet Singh as a Director liable to retire by rotation									
Whether promoter/ promoter group are interested in the agenda/resolution?										
Category	Mode of Voting	No								No.of invalid votes
		No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares (3)=[(2)/(1)]* 100	No. of Votes - in favour	No. of Votes - against	% 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	-1	-2	(3)=[(2)/(1)]* 100	-4	-5	(6)=[(4)/(2)]* 100	(7)=[(5)/(2)]* 100		
	Poll	974044	0	0	0	0	0	0		
	Total	974044	0	0	0	0	0	0		
Public-Institutions	E-Voting	4334645	0	0	0	0	0	0		
	Poll	4334645	0	0	0	0	0	0		
	Total	4334645	0	0	0	0	0	0		
Public-Non Institutions	E-Voting	556694246	48785742	8.763471574	48654742	131000	97.97	0.26		
	Poll		876411	0.157431302	876289	0	1.76	0	122	
	Total	556694246	49662153	8.920902876	49531031	131000	99.74	0.26		
Total		562002935	49662153							



Resolution required: Ordinary	Ordinary Resolution: 3.Ratification of Appointment of Statutory Auditor								
Whether promoter/ promoter group are interested in the agenda/resolution?	No								
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	% of Votes against on votes polled	No. of invalid votes
Promoter and Promoter Group	E-Voting	-1	-2	(3)=[(2)/(1)]*100	-4	-5	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	
	Poll	974044	0	0	0	0	0	0	
	Total	974044	0	0	0	0	0	0	
Public-Institutions	E-Voting	4334645	0	0	0	0	0	0	
	Poll		0	0	0	0	0	0	
	Total	4334645	0	0	0	0	0	0	
Non-Institutions	E-Voting	556694246	48802242	8.766435499	48757434	44808	98.15	0.09	
	Poll		876411	0.157431302	876289	0	1.76	0	122
	Total	556694246	49678653	8.923866801	49633723	44808	99.91	0.09	
Total		562002935							



Resolution required: Ordinary		Ordinary Resolution: 4.Appointment of Ms. Poornima Prabhu as an Independent Director of the Company							
Whether promoter/ promoter group are interested in the agenda/resolution ?		No							
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	% of Votes against on votes polled	No.of invalid votes
		-1	-2	$(3)=\frac{(2)}{(1)} \times 100$	-4	-5	$\frac{(6)-[(4)/(2)] \times 100}{100}$	$(7)=\frac{(5)}{(2)} \times 100$	
Promoter and Promoter Group	E-Voting Poll	974044	0	0	0	0	0	0	0
	Total	974044	0	0	0	0	0	0	0
Public- Insitutions	E-Voting Poll	4334645	0	0	0	0	0	0	0
	Total	4334645	0	0	0	0	0	0	0
Public- Non Insitutions	E-Voting Poll	556694246	48780762	8.762577007	48709590	71172	98.09	0.14	122
	Total		876411	0.157431302	876289	0	1.76	0	0
Total		556694246	49657173	8.920008309	49585879	71172	99.86	0.14	
		562002935							



Resolution required: Ordinary		Ordinary Resolution: 5.Appointment of Mr. Vinod Kumar Padmanabhan as Director of the Company							
Whether promoter/ promoter group are interested in the agenda/resolution?		No							
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	% of Votes against on votes polled	No.of invalid votes
		-1	-2	(3)=[(2)/(1)]*100	-4	-5	(6)=[(4)/(2)]*100	(7)=[(5)/(2)]*100	
Promoter and Promoter Group	E-Voting and Poll	974044	0	0	0	0	0	0	
			0	0	0	0	0	0	
	Total	974044	0	0	0	0	0	0	
Public-Institutions	E-Voting and Poll	4334645	0	0	0	0	0	0	
			0	0	0	0	0	0	
	Total	4334645	0	0	0	0	0	0	
Public-Non Institutions	E-Voting and Poll	556694246	48782432	8.76	48751054	31378	98.17	0.06	
			876411	0.16	876289	0	1.76	0	122
	Total	556694246	49658843	8.92	49627343	31378	99.94	0.06	
Total		562002935							



Resolution required: Ordinary		Ordinary Resolution: 6.Appointment of Mr. Ashwin Chalapathy as Director of the Company							
Whether promoter/ promoter group are interested in the agenda/resolution?		No							
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	% of Votes against on votes polled	No.of invalid votes
		-1	-2	(3)=[(2)/(1)]* 100	-4	-5	(6)=[(4)/(2)]* 100	(7)=[(5)/(2)]*100	
Promoter and Promoter Group	E-Voting Poll	974044	0	0	0	0	0	0	0
			0	0	0	0	0	0	0
	Total	974044	0	0	0	0	0	0	0
Public-Institutions	E-Voting Poll	4334645	0	0	0	0	0	0	0
			0	0	0	0	0	0	0
	Total	4334645	0	0	0	0	0	0	0
Public-Non Institutions	E-Voting Poll	556694246	48785042	8.76	48753364	31678	98.17	0.06	0
			876411	0.16	876289	0	1.76	0	122
	Total	556694246	49661453	8.92	49629653	31678	99.94	0.06	0
Total		562002935							



Resolution required: Special	Special Resolution: 7.Appointment of Mr. Vinod Kumar Padmanabhan as Whole-Time Director of the Company								
Whether promoter/ promoter group are interested in the agenda/resolution?	No								
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	% of Votes against on votes polled	No.of invalid votes
		-1	-2	$(3)=[(2)/(1)]*100$	-4	-5	$(6)=[(4)/(2)]*100$	$(7)=[(5)/(2)]*100$	
Promoter and Promoter Group	E-Voting Poll	974044	0	0	0	0	0	0	0
	Total	974044	0	0	0	0	0	0	0
Public-Institutions	E-Voting Poll	4334645	0	0	0	0	0	0	0
	Total	4334645	0	0	0	0	0	0	0
Public-Non Institutions	E-Voting Poll	556694246	48782792	8.76	48750938	31854	98.17	0.06	122
	Total	556694246	876411	0.16	876289	0	1.76	0	122
Total	Total	556694246	49659203	8.92	49627227	31854	99.94	0.06	
		562002935							



Resolution required: Special	Special Resolution: 9. Approve Payment of Remuneration to Independent Directors by way of commission								
Whether promoter/ promoter group are interested in the agenda/resolution?	No								
Category	Mode of Voting	No. of shares held	No. of votes polled	% of Votes Polled on outstanding shares (3)=[(2)/(1)]*100	No. of Votes - in favour	No. of Votes - against	% of Votes in favour on votes polled (6)=[(4)/(2)]*100	% of Votes against on votes polled (7)=[(5)/(2)]*100	No. of invalid votes
	E-Voting	-1	-2	100	-4	-5	100		
Promoter and Promoter Group	Poll	974044	0	0	0	0	0	0	
				0	0	0	0	0	
	Total	974044	0	0	0	0	0	0	
Public- Institutions	E-Voting	4334645	0	0	0	0	0	0	
	Poll			0	0	0	0	0	
	Total	4334645	0	0	0	0	0	0	
Public- Non Institutions	E-Voting	556694246	48775792	8.76	48697940	77852	98.08	0.16	
	Poll		876411	0.16	876289	0	1.76	0	122
	Total	556694246	49652203	8.92	49574229	77852	99.84	0.16	
Total		562002935							

Note:

Public Institutions include Banks, Financial Institutions, FIIs and Insurance Companies.
Public-Non Institutions include Directors, Foreign Corporate Bodies, HUF, NRI's, Trusts, Foreign Nationals, Clearing Members, Body Corporates, Mutual Funds and employees



SCRUTINIZER'S REPORT

To:
The Chairman
23rd Annual General Meeting
Subex Limited
RMZ Ecoworld, Outer Ring Road,
Devarabisanahalli, Bangalore -560103

Date: 28th July, 2017

Dear Sir,

Subject: Consolidated Scrutinizer's Report on remote E-Voting conducted pursuant to the provision of Section 108 of the Companies Act, 2013 and Rule 20(xi) of the Companies (Management and Administration) Rules, 2014, and voting at the 23rd Annual General Meeting (AGM) of the Subex Limited held on Friday, 28th July, 2017 at 3.00 p.m.

I, CS Biswajit Ghosh, Partner, BMP & Co. LLP, Practicing Company Secretaries, Bangalore, being appointed as Scrutinizer by the Board of Directors of Subex Limited, pursuant to Section 108 of the Companies Act, 2013 and Rule 20(xi) of the Companies (Management and Administration) Rules, 2014 (as amended) to conduct the voting and remote E-Voting process in respect of the below mentioned resolutions proposed at the Twenty Third Annual General Meeting of the members of Subex Limited held on Friday, 28th July, 2017 at 3.00 p.m.

I was also appointed as the Scrutinizer to conduct the Poll process in respect of the voting at the said Annual General Meeting held on 28th July, 2017.

The votes were unblocked on 28th July, 2017 at 04:28 p.m. in the presence of two witnesses, viz., Ms. Surbhi Sharma currently residing at No.611, Ideal Home Society, Daga Springs Apartments, Flat No. S-4, Rajarajeswari Nagar, Bangalore- 560098 and

LLP IN: AAI-4194
No. 926, 20th Main Road, Banashankari 2nd Stage, Bengaluru – 560070
☎ - 08026714061 ✉ - team@adyanta.co.in



Mr. Manoj Gadhar currently residing at No.70/1, 5th Cross, 10th Main, Tyagarajnagar, 3rd Block Bangalore-560028 who are not in employment of the Company.

The Company had availed the e-voting facility offered by National Securities Depository Limited (NSDL) for conducting remote e-voting by the shareholders of the company.

The Annual General Meeting had also provided voting facility to the shareholders present at the meeting and who had not cast their vote earlier through remote e-voting facility.

The shareholders of the Company holding shares as on the cutoff date of 21st July, 2017 were entitled to vote on the resolutions as contained in the notice of the Annual General Meeting.

The voting period for remote e-voting commenced on Tuesday, 25th July, 2017 (9.00 a.m. IST) and ended on Thursday, 27th July, 2017 (5.00 p.m. IST) and the e-voting module was blocked by NSDL thereafter.

After the closure of the voting at the Annual General Meeting, the report on the said voting taken at the meeting was generated in my presence and the voting was diligently scrutinized.

The votes cast under remote e-voting facility were thereafter unblocked in the presence of the two witnesses who are not in the employment of the company and after the conclusion of the voting at the Annual General Meeting the votes cast there under were counted.

With respect to Poll, after the time fixed for closing of the poll by the Chairman, the ballot box was opened in my presence and poll papers were diligently scrutinized. The poll papers were reconciled with the records maintained by the Company/Registrar and Transfer Agents of the Company and the authorizations/proxies lodged with the Company. There were 3 polling papers which were incomplete or found defective.



LLP IN: AAI-4194

No. 926, 20th Main Road, Banashankari 2nd Stage, Bengaluru – 560070

☎ - 08026714061 ✉ - team@adyanta.co.in

I have scrutinized and reviewed the remote e-voting and votes tendered therein based on the download from the NSDL e-voting system and Poll at the meeting.

I now submit my consolidated report as under on the result of the remote e- voting, and ballot papers at the meeting in respect of the said resolutions.

Resolution No. 1 - As an Ordinary Resolution -Adoption of Financial Statements

(i) Voting "*in Favour*" of the resolution

	Total Number of members exercised their votes (in person or proxy)	Total Number of votes cast by them(shares)	% of total number of valid votes cast
Remote e- voting	134	48800592	98.23%
Voting at the meeting	39	876289	1.76%
Total	173	49676881	99.99%

(ii) Voted "*against*" the resolution

	Total Number of members exercised their votes (in person or proxy)	Total Number of votes cast by them(shares)	% of total number of valid votes cast
Remote e- voting	4	2650	0.01%
Voting at the meeting	0	0	0%
Total	4	2650	0.01%

(iii) *Invalid Votes*

	Total Number of members exercised their votes (in person or proxy)	Total number of votes cast by them(shares)
Remote e- voting	0	0
Voting at the meeting	3	122
Total	3	122

Resolution No. 2 - As an Ordinary resolution- Appointment of Mr. Surjeet Singh as a Director liable to retire by rotation

(i) Voting "*in Favour*" of the resolution

	Total Number of members exercised their votes (in person or proxy)	Total Number of votes cast by them(shares)	% of total number of valid votes cast
Remote e- voting	119	48654742	97.97%
Voting at the meeting	39	876289	1.77%
Total	158	49531031	99.74%




(ii) Voted "*against*" the resolution

	Total Number of members exercised their votes (in person or proxy)	Total Number of votes cast by them(shares)	% of total number of valid votes cast
Remote e- voting	17	131000	0.26%
Voting at the meeting	0	0	0%
Total	17	131000	0.26%

(iii) Invalid Votes

	Total Number of members exercised their votes (in person or proxy)	Total number of votes cast by them(shares)
Remote e- voting	0	0
Voting at the meeting	3	122
Total	3	122




Resolution No. 3 - As an Ordinary Resolution - Ratification of appointment of Statutory Auditors

(i) Voting "*in Favour*" of the resolution

	Total Number of members exercised their votes (in person or proxy)	Total Number of votes cast by them(shares)	% of total number of valid votes cast
Remote e- voting	127	48757434	98.14%
Voting at the meeting	39	876289	1.76%
Total	166	49633723	99.90%

(ii) Voted "*against*" the resolution

	Total Number of members exercised their votes (in person or proxy)	Total Number of votes cast by them(shares)	% of total number of valid votes cast
Remote e- voting	10	44808	0.10%
Voting at the meeting	0	0	0%
Total	10	44808	0.10%

(iii) *Invalid Votes*

	Total Number of members exercised their votes (in person or proxy)	Total number of votes cast by them(shares)
Remote e- voting	0	0
Voting at the meeting	3	122
Total	3	122

Resolution No.4 - As an Ordinary Resolution -Appointment of Ms. Poornima Prabhu as an independent director of the Company

(i) *Voting “in Favour” of the resolution*

	Total Number of members exercised their votes (in person or proxy)	Total Number of votes cast by them(shares)	% of total number of valid votes cast
Remote e- voting	113	48709590	98.09%
Voting at the meeting	39	876289	1.77%
Total	152	49585879	99.86%




(ii) Voted "*against*" the resolution

	Total Number of members exercised their votes (in person or proxy)	Total Number of votes cast by them(shares)	% of total number of valid votes cast
Remote e- voting	19	71172	0.14%
Voting at the meeting	0	0	0%
Total	19	71172	0.14%

(iii) Invalid Votes

	Total Number of members exercised their votes (in person or proxy)	Total number of votes cast by them(shares)
Remote e- voting	0	0
Voting at the meeting	3	122
Total	3	122




Resolution No.5 -As an ordinary resolution- Appointment of Mr. Vinod Kumar Padmanabhan as director of the Company

(i) Voting "*in Favour*" of the resolution

	Total Number of members exercised their votes (in person or proxy)	Total Number of votes cast by them(shares)	% of total number of valid votes cast
Remote e- voting	118	48751054	98.17%
Voting at the meeting	39	876289	1.77%
Total	157	49627343	99.94%

(ii) Voted "*against*" the resolution

	Total Number of members exercised their votes (in person or proxy)	Total Number of votes cast by them(shares)	% of total number of valid votes cast
Remote e- voting	16	31378	0.06%
Voting at the meeting	0	0	0%
Total	16	31378	0.06%




(iii) Invalid Votes

	Total Number of members exercised their votes (in person or proxy)	Total number of votes cast by them(shares)
Remote e- voting	0	0
Voting at the meeting	3	122
Total	3	122

Resolution No.6 - As an Ordinary resolution - Appointment of Mr. Ashwin Chalapathy as Director of the Company

(i) Voting "*in Favour*" of the resolution

	Total Number of members exercised their votes (in person or proxy)	Total Number of votes cast by them(shares)	% of total number of valid votes cast
Remote e- voting	120	48753364	98.17%
Voting at the meeting	39	876289	1.77%
Total	159	49629653	99.94%




(ii) Voted "**against**" the resolution

	Total Number of members exercised their votes (in person or proxy)	Total Number of votes cast by them(shares)	% of total number of valid votes cast
Remote e- voting	16	31678	0.06%
Voting at the meeting	0	0	0%
Total	16	31678	0.06%

(iii) Invalid Votes

	Total Number of members exercised their votes (in person or proxy)	Total number of votes cast by them(shares)
Remote e- voting	0	0
Voting at the meeting	3	122
Total	3	122

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Resolution No.7 - As a special resolution - Appointment of Mr. Vinod Kumar Padmanabhan as whole-Time Director of the Company

(i) Voting "*in Favour*" of the resolution

	Total Number of members exercised their votes (in person or proxy)	Total Number of votes cast by them(shares)	% of total number of valid votes cast
Remote e- voting	116	48750938	98.17%
Voting at the meeting	39	876289	1.77%
Total	155	49627227	99.94%

(ii) Voted "*against*" the resolution

	Total Number of members exercised their votes (in person or proxy)	Total Number of votes cast by them(shares)	% of total number of valid votes cast
Remote e- voting	18	31854	0.06%
Voting at the meeting	0	0	0%
Total	18	31854	0.06%




(iii) Invalid Votes

	Total Number of members exercised their votes (in person or proxy)	Total number of votes cast by them(shares)
Remote e- voting	0	0
Voting at the meeting	3	122
Total	3	122

Resolution No.8 - As a special resolution - Appointment of Mr. Ashwin Chalapathy as whole-Time Director of the Company

(i) Voting "*in Favour*" of the resolution

	Total Number of members exercised their votes (in person or proxy)	Total Number of votes cast by them(shares)	% of total number of valid votes cast
Remote e- voting	113	48750468	98.17%
Voting at the meeting	39	876289	1.76%
Total	152	49626757	99.93%




(ii) Voted "*against*" the resolution

	Total Number of members exercised their votes (in person or proxy)	Total Number of votes cast by them(shares)	% of total number of valid votes cast
Remote e- voting	20	32304	0.07%
Voting at the meeting	0	0	0%
Total	20	32304	0.07%

(iii) Invalid Votes

	Total Number of members exercised their votes (in person or proxy)	Total number of votes cast by them(shares)
Remote e- voting	0	0
Voting at the meeting	3	122
Total	3	122

Resolution No.9 - As a special resolution - Approve payment of remuneration to independent Directors by a way of commission

(i) Voting "*in Favour*" of the resolution

	Total Number of members exercised their votes (in person or proxy)	Total Number of votes cast by them(shares)	% of total number of valid votes cast
Remote e- voting	96	48697940	98.08%
Voting at the meeting	39	876289	1.76%
Total	135	49574229	99.84%

(ii) Voted "*against*" the resolution

	Total Number of members exercised their votes (in person or proxy)	Total Number of votes cast by them(shares)	% of total number of valid votes cast
Remote e- voting	36	77852	0.16%
Voting at the meeting	0	0	0%
Total	36	77852	0.16%




(iii) Invalid Votes

	Total Number of members exercised their votes (in person or proxy)	Total number of votes cast by them(shares)
Remote e- voting	0	0
Voting at the meeting	3	122
Total	3	122

The Register, all other papers and relevant records relating to remote e-voting and voting at the meeting shall remain in our safe custody until the Chairman considers, approves and signs the minutes of the aforesaid Annual General meeting and thereafter the same would be handed over to the to the Company Secretary of the Company for the safe keeping.

Based on the above information, you may kindly announce the results.

Thanking You,

Yours faithfully,



CS Biswajit Ghosh
Partner,
BMP & Co. LLP,
Practicing Company Secretaries
(Membership No. FCS: 8750 C.P. No:8239)



Date: 28th July, 2017
Place: Bangalore

We the undersigned witnesseth that the votes were unblocked from the e-voting website of National Securities Depository Limited (NSDL) ([https:// www.evoting.nsdl.com](https://www.evoting.nsdl.com)) in our presence.

Surbhi Sharma

Ms. Surbhi Sharma
No.611, Ideal Home Society,
Daga Springs Apartments,
Flat No. S-4, Rajarajeswari Nagar,
Bangalore- 560098

Mr. Manoj Gadhar

Mr. Manoj Gadhar
No.70/1, 5th Cross, 10th Main,
Tyagarajnagar, 3rd Block
Bangalore-560028

[Signature]

Biswajit Ghosh
FCS No. 8750
CP No. 8239
Company Secretary