

January 24, 2015

BSE Ltd.
Phiroze Jeejeebhoy Towers
Dalal Street
Mumbai – 400 001

Scrip code: 517119

Dear Sir,

Sub: Voting Result of Postal Ballot and E-Voting-Clause 35B of the Listing Agreement

We refer to our letter dated 16th December, 2014 under which the Company submitted to the Exchange the notice of postal Ballot and e-voting along with explanatory statements, Scheme and other required documents in relation to (1) passing of an ordinary resolution for approval of the Scheme of Amalgamation and Arrangement between PCS International Limited, Mauritius (“the Transferor Company”) and PCS Technology Limited (“the Transferee Company”) and their respective shareholders under Sections 391 to 394 read with Sections 100 to 103 of the Companies Act, 1956 and Section 52 of the Companies Act, 2013 and other applicable provisions of the Companies Act, 1956 and the Companies Act, 2013 and (2) passing of special resolution for Utilization of the Securities Premium Account.

This postal ballot and e-voting was conducted to seek assent or dissent of the public shareholders on the above referred resolution no. 1 in compliance with the circulars bearing no. CIR/CFD/DIL/5/2013 dated February 4, 2013, CIR/CFD/DIL/8/2013 dated May 21, 2013 and CIR/CFD/POLICY CELL/2/2014 dated April 17, 2014 issued by the Securities and Exchange Board of India and also to seek assent or dissent of all the Equity Shareholders of the Company. The cut-off date was 12th December, 2014.

Voting through postal ballot ended on January 18, 2015. The Company also provided e-voting facility on the aforesaid two resolutions through e-voting platform of CDSL and e-voting was open from 10.00 a.m. on December 20, 2014 and ended at 5.00 p.m. on January 18, 2015.

The Scrutinizer appointed by the Board of Directors has submitted his report dated 22nd January, 2015 on the outcome of the said postal ballot and e-voting to the Chairman of the Company. The summary of the voting result is given hereunder as required under captioned clause of the Listing Agreement. Accordingly, the Chairman of the Company has declared both the resolutions passed with requisite majority.

Date of the AGM/General Meeting	Not Applicable
Total number of Shareholders on record date/cut-off date	*31276

*No. of folios



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