

N.V.S.S.SURYANARAYANA RAO
COMPANY SECRETARY IN PRACTICE

To,
The Chairman,
Virinchi Technologies Limited
10 SRK Colony,
West Marredpally

Secunderabad - 500026

Sub: Scrutinizer's Report u/s.108 & 110 of Companies Act,2013 for Voting by Equity Shareholders through Postal Ballot/ E-Voting

Dear Sir,

The Board of Directors of the Company at their meeting held on 12th February,2016 have appointed me, N V S S Suryanarayana Rao Company Secretary in Practice as scrutinizer for the postal Ballot and E-Voting process.

Pursuant to Section 110 of the Companies Act, 2013 and other applicable provisions, if any, of the Companies Act, 2013 ('the Act'), read with Rule 22 of the Companies (Management and Administration) Rules, 2014 and pursuant to Securities and Exchange Board of India Circular No. CIR/CFD/POLICY CELL/2/2014 DATED 17th April, 2014, the company has provided postal ballot and e-voting facility to its shareholders in respect of special resolution stated in the notice dated 12th February,2016.

N.V.S.S.SURYNARAYANA RAO

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Total Number of shareholders as on cut off date were 8289.

The result of e-voting together with postal ballot forms is as under:

The voting through Postal Ballot/e-voting commenced at 10.00 a.m. on 25th April,2016 and ended at 5.00 p.m. on 24th May,2016.Shareholders holding shares on 15th April,2016 were entitled to vote through postal ballot or e- voting.

The E voting Results are unblocked on 24th May,2016 after 5.00 PM in presence of two witness.

Resolution No.1: To lease the Building situated at Pothaipally, Hakimpet, to M/s. Vivo Bio Tech Limited

No of Shareholders Who casted Vote	No of shares voted by them	% of Total paid up capital
46	2187781	12.16

N.V.S.S.SURYANARAYANA RAO
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The Votes casted in favour of the resolution is 99.83 %

Promoter/ Public		No.of shares held	No.of votes polled	% of No.of votes polled on outstanding shares	No.of votes cast in favour	No.of Votes cast against	No. of invalid Votes	%of votes in favour on votes polled	%of votes in against on votes polled
		(1)	(2)	(3)={(2)/(1)*100}	(4)	(5)	(6)	(7)={(4)/(2)}*100	(8)={(5)/(2)}*100
Promoter and promoter Group	E- Voting	4907270	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Postal ballot		Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Total		Nil	Nil	Nil	Nil	Nil	Nil	Nil
Public – Institutional Holders	E- Voting	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Postal ballot		Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Total		Nil	Nil	Nil	Nil	Nil	Nil	Nil
Public Others	E- Voting	12570395	19850	0.15	17498	2352	0	88.15	13.44
	Postal ballot		2167931	17.25	2166681	0	1250	99.94	0
	Total		2187781	17.40	2184179	2352	1250	99.83	0.11
Non Public Non Promoter		508385	Nil	Nil	Nil	Nil	Nil	Nil	Nil
			Nil	Nil	Nil	Nil	Nil	Nil	Nil
			Nil	Nil	Nil	Nil	Nil	Nil	Nil
		17986050	2187781	17.40	2184179	2352	1250	99.83	0.11

The Votes casted in favour of the resolution is 99.83 %

N.V.S.S.SURYANARAYANA RAO**COMPANY SECRETARY IN PRACTICE****Resolution No. 2: To approve the related party transaction between M/s. Virinchi Limited and M/s.Vivo Bio Tech Limited**

No of Shareholders Who casted Vote	No of shares voted by them	% of Total paid up capital
46	2187781	12.16

Promoter/ Public		No.of shares held	No.of votes polled	% of No.of votes polled on outstanding shares	No.of votes cast in favour	No.of Votes cast against	No. of invalid Votes	%of votes in favour on votes polled	%of votes in against on votes polled
		(1)	(2)	(3)={{(2)/(1)*100}}	(4)	(5)	(6)	(7)={{(4)/(2)} *100}	(8)={{(5)/(2)}*100}
Promoter and promoter Group	E- Voting	4907270	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Postal ballot		Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Total		Nil	Nil	Nil	Nil	Nil	Nil	Nil
Public – Institutional Holders	E- Voting	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Postal ballot		Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Total		Nil	Nil	Nil	Nil	Nil	Nil	Nil
Public Others	E- Voting	12570395	19850	0.15	17598	2252	0	88.65	12.80
	Postal ballot		2167931	17.25	2166681	0	1250	99.94	0
	Total		2187781	17.40	2166681	2252	1250	99.04	0.10
Non Promoter- Non Public	E- Voting	508385	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Postal ballot		Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Total		Nil	Nil	Nil	Nil	Nil	Nil	Nil
		17986050	2187781	17.40	2166681	2252	1250	99.04	0.10

The Votes casted in favour of the resolution is 99.04%

N.V.S.S.SURYANARAYANA RAO**COMPANY SECRETARY IN PRACTICE****Resolution No.3: To increase Authorised Share Capital from Rs.25 Crores to Rs. 50 Crores**

No of Shareholders Who casted Vote	No of shares voted by them	% of Total paid up capital
46	4441518	24.69%

Promoter/ Public		No.of shares held	No.of votes polled	% of No.of votes polled on outstanding shares	No.of votes cast in favour	No.of Votes cast against	No. of invalid Votes	%of votes in favour on votes polled	%of votes in against on votes polled
		(1)	(2)	(3)={(2)/(1)*10 0}	(4)	(5)	(6)	(7)={(4)/(2)} *100	(8)={(5)/(2)}*100
Promoter and promoter Group	E- Voting	4907270	1602600	32.66	1602600	0	0	100	0
	Postal ballot		651137	13.27	651137	0	0	100	0
	Total		2253737	45.93	2253737	0	0	100	0
Public – Institutional Holders	E- Voting	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Postal ballot		Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Total		Nil	Nil	Nil	Nil	Nil	Nil	Nil
Public Others	E- Voting	12570395	19850	0.15	19848	2	0	99.99	0.01
	Postal ballot		2167931	17.25	2166681	0	1250	99.94	0
	Total		2187781	17.40	2186529	2	1250	99.94	0.0001
Non Promoter- Non Public	E- Voting	508385	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Postal ballot		Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Total		Nil	Nil	Nil	Nil	Nil	Nil	Nil
		17986050	4441518	24.69	4440266	2	1250	99.97	0.00005

The Votes casted in favour of the resolution is 99.97%

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N.V.S.S.SURYANARAYANA RAO
COMPANY SECRETARY IN PRACTICE

Resolution No.4: To alter Capital Clause of Memorandum of Association of the Company

No of Shareholders Who casted Vote	No of shares voted by them	% of Total paid up capital
46	4441518	24.69%

Promoter/ Public		No.of shares held	No.of votes polled	% of No.of votes polled on outstanding shares	No.of votes cast in favour	No.of Votes cast against	No. of invalid Votes	%of votes in favour on votes polled	%of votes in against on votes polled
		(1)	(2)	(3)={(2)/(1)*10 0}	(4)	(5)	(6)	(7)={(4)/(2)} *100	(8)={(5)/(2)}*100
Promoter and promoter Group	E- Voting	4907270	1602600	32.66	1602600	0	0	100	0
	Postal ballot		651137	13.27	651137	0	0	100	0
	Total		2253737	45.93	2253737	0	0	100	0
Public – Institutiona l Holders	E- Voting	Nil	Nil	Nil	Nil	Nil	Nil	Nil	0
	Postal ballot		Nil	Nil	Nil	Nil	Nil	Nil	0
	Total		Nil	Nil	Nil	Nil	Nil	Nil	Nil
Public Others	E- Voting	12570395	19850	0.15	19848	2	0	99.99	0.01
	Postal ballot		2167931	17.25	2166681	0	1250	99.94	0
	Total		2187781	17.40	2186529	2	1250	99.94	0.0001
Non Promoter- Non Public	E- Voting	508385	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Postal ballot		Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Total		Nil	Nil	Nil	Nil	Nil	Nil	Nil
		17986050	4441518	24.69	4440266	2	1250	99.97	0.00005

The Votes casted in favour of the resolution is 99.97%

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N.V.S.S.SURYANARAYANA RAO**COMPANY SECRETARY IN PRACTICE**

Resolution No.5: To Approve Grant of options to the employees of the company under Virinchi Employees Stock Option Scheme, 2016(VESOS, 2016)

No of Shareholders Who casted Vote		No of shares voted by them		% of Total paid up capital					
46		4441518		24.69%					
Promoter/ Public		No.of shares held	No.of votes polled	% of No.of votes polled on outstanding shares	No.of votes cast in favour	No.of Votes cast against	No. of invalid Votes	%of votes in favour on votes polled	%of votes in against on votes polled
		(1)	(2)	(3)={(2)/(1)*100}	(4)	(5)	(6)	(7)={(4)/(2)} *100	(8)={(5)/(2)}*100
Promoter and promoter Group	E- Voting	4907270	1602600	32.66	1602600	0	0	100	0
	Postal ballot		651137	13.27	651137	0	0	100	0
	Total		2253737	45.93	2253737	0	0	100	0
Public – Institutiona l Holders	E- Voting	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Postal ballot		Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Total		Nil	Nil	Nil	Nil	Nil	Nil	Nil
Public Others	E- Voting	12570395	19850	0.15	19748	102	0	99.49	0.005
	Postal ballot		2167931	17.25	2166681	0	1250	99.94	0
	Total		2187781	17.40	2186429	102	1250	99.94	0.005
Non Promoter- Non Public	E- Voting	508385	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Postal ballot		Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Total		Nil	Nil	Nil	Nil	Nil	Nil	Nil
		17986050	4441518	24.69	4440166	102	1250	99.97	0.002

The Votes casted in favour of the resolution is 99.97%

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N.V.S.S.SURYANARAYANA RAO
COMPANY SECRETARY IN PRACTICE

Resolution No.6: To Approve Grant of options to the employees of the Subsidiary Companies of the Company under Virinchi Employees Stock Option Scheme, 2016(VESOS, 2016)

No of Shareholders Who casted Vote	No of shares voted by them	% of Total paid up capital
46	4441518	24.69%

Promoter/ Public		No.of shares held	No.of votes polled	% of No.of votes polled on outstanding shares	No.of votes cast in favour	No.of Votes cast against	No. of invalid Votes	%of votes in favour on votes polled	%of votes in against on votes polled
		(1)	(2)	(3)={(2)/(1)*100}	(4)	(5)	(6)	(7)={(4)/(2)}*100	(8)={(5)/(2)}*100
Promoter and promoter Group	E- Voting	4907270	1602600	32.66	1602600	0	0	100	0
	Postal ballot		651137	13.27	651137	0	0	100	0
	Total		2253737	45.93	2253737	0	0	100	0
Public – Institutiona l Holders	E- Voting	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Postal ballot		Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Total		Nil	Nil	Nil	Nil	Nil	Nil	Nil
Public Others	E- Voting	12570395	19850	0.15	19748	102	0	99.49	0.005
	Postal ballot		2167931	17.25	2166681	0	1250	99.94	0
	Total		2187781	17.40	2186429	102	1250	99.94	0.005
Non Promoter- Non Public	E- Voting	508385	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Postal ballot		Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Total		Nil	Nil	Nil	Nil	Nil	Nil	Nil
		17986050	4441518	24.69	4440166	102	1250	99.97	0.002

The Votes casted in favour of the resolution is 99.97%

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N.V.S.S.SURYANARAYANA RAO**COMPANY SECRETARY IN PRACTICE**

Resolution No7: To Approve Grant of options to equal to or exceeding one per cent but not exceeding four per cent of the issued Capital of the Company during any one financial year to identified employees under Virinchi Employees Stock Option Scheme, 2016(VESOS, 2016)

No of Shareholders Who casted Vote	No of shares voted by them	% of Total paid up capital
46	4441518	24.69%

Promoter / Public		No.of shares held	No.of votes polled	% of No.of votes polled on outstanding shares	No.of votes cast in favour	No.of Votes cast against	No. of invalid Votes	%of votes in favour on votes polled	%of votes in against on votes polled
		(1)	(2)	(3)={(2)/(1)*100}	(4)	(5)	(6)	(7)={(4)/(2)}*100	(8)={(5)/(2)}*100
Promoter and promoter Group	E-Voting	4907270	1602600	32.66	1602600	0	0	100	0
	Postal ballot		651137	13.27	651137	0	0	100	0
	Total		2253737	45.93	2253737	0	0	100	0
Public – Institutional Holders	E-Voting	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Postal ballot		Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Total		Nil	Nil	Nil	Nil	Nil	Nil	Nil
Public Others	E-Voting	12570395	19850	0.15	19748	102	0	99.49	0.005
	Postal ballot		2167931	17.25	2166681	0	1250	99.94	0
	Total		2187781	17.40	2186429	102	1250	99.94	0.005
Non Promoter -Non Public	E-Voting	508385	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Postal ballot		Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Total		Nil	Nil	Nil	Nil	Nil	Nil	Nil
		17986050	4441518	24.69	4440166	102	1250	99.97	0.002

The Votes casted in favour of the resolution is 99.97%

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N.V.S.S.SURYANARAYANA RAO**COMPANY SECRETARY IN PRACTICE**

Resolution No.8: Grant of employee stock options to the employees of the company and that of the subsidiary Company(ies) by way of secondary acquisition under Virinchi Employee stock Option Scheme, 2016(VESOS,2016)

No of Shareholders Who casted Vote	No of shares voted by them	% of Total paid up capital
46	4441518	24.69%

Promoter/ Public		No.of shares held	No.of votes polled	% of No.of votes polled on outstanding shares	No.of votes cast in favour	No.of Votes cast against	No. of invalid Votes	%of votes in favour on votes polled	%of votes in against on votes polled
		(1)	(2)	(3)={(2)/(1)*100}	(4)	(5)	(6)	(7)={(4)/(2)} *100	(8)={(5)/(2)}*100
Promoter and promoter Group	E- Voting	4907270	1602600	32.66	1602600	0	0	100	0
	Postal ballot		651137	13.27	651137	0	0	100	0
	Total		2253737	45.93	2253737	0	0	100	0
Public – Institution al Holders	E- Voting	Nil	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Postal ballot		Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Total		Nil	Nil	Nil	Nil	Nil	Nil	Nil
Public Others	E- Voting	12570395	19850	0.15	19748	102	0	99.49	0.005
	Postal ballot		2167931	17.25	2166681	0	1250	99.94	0
	Total		2187781	17.40	2186429	102	1250	99.94	0.005
Non Promoter- Non Public	E- Voting	508385	Nil	Nil	Nil	Nil	Nil	Nil	Nil
			Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Postal ballot		Nil	Nil	Nil	Nil	Nil	Nil	Nil
		17986050	4441518	24.69	4440166	102	1250	99.97	0.002

The Votes casted in favour of the resolution is 99.97%

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N.V.S.S.SURYANARAYANA RAO**COMPANY SECRETARY IN PRACTICE**

Resolution No.9: Approval of Trust Route for the implementations of Virinchi Employees Stock Option Scheme, 2016(VESOS, 2016)

No of Shareholders Who casted Vote	No of shares voted by them	% of Total paid up capital
46	4441518	24.69%

Promoter/ Public		No.of shares held	No.of votes polled	% of No.of votes polled on outstanding shares	No.of votes cast in favour	No.of Votes cast against	No. of invalid Votes	%of votes in favour on votes polled	%of votes in against on votes polled
		(1)	(2)	(3)={(2)/(1)*10 0}	(4)	(5)	(6)	(7)={(4)/(2)} *100	(8)={(5)/(2)}*100
Promoter and promoter Group	E- Voting	508385	1602600	32.66	1602600	0	0	100	0
	Postal ballot		651137	13.27	651137	0	0	100	0
	Total		2253737	45.93	2253737	0	0	100	0
Public – Institutional Holders	E- Voting	508385	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Postal ballot		Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Total		Nil	Nil	Nil	Nil	Nil	Nil	Nil
Public Others	E- Voting	508385	19850	0.15	19748	102	0	99.49	0.005
	Postal ballot		2167931	17.25	2166681	0	1250	99.94	0
	Total		2187781	17.40	2186429	102	1250	99.94	0.005
Non Promoter- Non Public	E- Voting	508385	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Postal ballot		Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Total		Nil	Nil	Nil	Nil	Nil	Nil	Nil
		17986050	4441518	24.69	4440166	102	1250	99.97	0.002

The Votes casted in favour of the resolution is 99.97%

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N.V.S.S.SURYANARAYANA RAO**COMPANY SECRETARY IN PRACTICE**

Resolution No.10: Provision of money by the company for purchase of its own shares by the trust/trustees for the benefit of employees under Virinchi Employees Stock Option Scheme, 2016(VESOS, 2016)

No of Shareholders Who casted Vote	No of shares voted by them	% of Total paid up capital
46	4441518	24.69%

Promoter/ Public		No.of shares held	No.of votes polled	% of No.of votes polled on outstanding shares	No.of votes cast in favour	No.of Votes cast against	No. of invalid Votes	%of votes in favour on votes polled	%of votes in against on votes polled
		(1)	(2)	(3)={(2)/(1)*100}	(4)	(5)	(6)	(7)={(4)/(2)} *100	(8)={(5)/(2)}*100
Promoter and promoter Group	E- Voting	508385	1602600	32.66	1602600	0	0	100	0
	Postal ballot		651137	13.27	651137	0	0	100	0
	Total		2253737	45.93	2253737	0	0	100	0
Public – Institutional Holders	E- Voting	508385	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Postal ballot		Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Total		Nil	Nil	Nil	Nil	Nil	Nil	Nil
Public Others	E- Voting	508385	19850	0.15	17498	2352	0	88.15	11.85
	Postal ballot		2167931	17.25	2166681	0	1250	99.94	0
	Total		2187781	17.40	2184179	2352	1250	99.84	0.11
Non Promoter- Non Public	E- Voting	508385	Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Postal ballot		Nil	Nil	Nil	Nil	Nil	Nil	Nil
	Total		Nil	Nil	Nil	Nil	Nil	Nil	Nil
		17986050	4441518	24.69	4437916	2352	1250	99.92	0.05

The Votes casted in favour of the resolution is 99.92%

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N.V.S.S.SURYNARAYANA RAO
COMPANY SECRETARY IN PRACTICE

The Votes casted in favour of the resolution is 99.97

The above said resolutions are passed with requisite majority.



Place: Hyderabad
Date: 27/05/2016

(NVSS SURYNARAYANA RAO)
PRACTICING COMPANY SECRETARY
C.P.NO. 2886

