

PRASHANT DIWAN

B.COM. L.L.B., F.C.S., A.I.C.W.A
PRACTICING COMPANY SECRETARY
B - 703/704, ANAND SAGAR, M. G. ROAD, KANDIVLI (WEST), MUMBAI - 400 067.

REPORT OF SCRUTINIZER

[Pursuant to rule section 108 of the Companies Act, 2013 and rule 20 of the Companies
(Management and Administration) Rules, 2014]

To,
The Chairman
Hinduja Global Solutions Limited
Hinduja House, 171, Dr. Annie Besant Road,
Worli, Mumbai- 400018

Dear Sir,

I have been appointed by the Board of Directors at their meeting held 21.05.2014 as the scrutinizer under the provisions of Section 108 of the Companies Act, 2013 and Rule 20 of the Companies (Management and Administration) Rules, 2014. The Company has given the e-Voting facility to the Members of the Company to exercise their right to vote by electronic means, as an alternative to vote physically at the Annual General Meeting (AGM), and the business may be transacted through e-Voting Services provided by National Securities Depository Limited (NSDL).

I hereby submit the reports as per the data provided by NSDL

ANNEXURE I - Scrutinizer's Report Data

ANNEXURE II - Report File generated by NSDL

Thanking you.

Yours faithfully,
PRASHANT DIWAN


COMPANY SECRETARY
FCS : 1403 / CP : 1979
PRASHANT DIWAN
SCRUTINIZER



Place: Mumbai
Date: 30th June, 2014

| HINDUJA GLOBAL SOLUTIONS LIMITED | | | | | | | | |
|----------------------------------|--------------------|------------------------|-------------------------|--|------------------------------|----------------------------|---|---|
| Clause 35B (e-Voting) | | | | | | | | |
| Resolution 1 | | | | | | | | |
| Promoter/Public | Total Ballot Forms | 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 | 19 | 14029452 | 14028497 | 99.99 | 14028497 | 0 | 100.00 | 0.00 |
| Public – Institutional holders | 12 | 3210354 | 1037160 | 32.31 | 1037160 | 0 | 100.00 | 0.00 |
| Public-Others | 17 | 3384810 | 1128 | 0.03 | 1033 | 95 | 91.58 | 8.42 |
| Total | 48 | 20624616 | 15066785 | 73.05 | 15066690 | 95 | 100.00 | 0.00 |

| HINDUJA GLOBAL SOLUTIONS LIMITED | | | | | | | | |
|----------------------------------|--------------------|------------------------|-------------------------|--|------------------------------|----------------------------|---|---|
| Clause 35B (e-Voting) | | | | | | | | |
| Resolution 2 | | | | | | | | |
| Promoter/Public | Total Ballot Forms | 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 | 19 | 14029452 | 14028497 | 99.99 | 14028497 | 0 | 100.00 | 0.00 |
| Public – Institutional holders | 12 | 3210354 | 1037160 | 32.31 | 1037160 | 0 | 100.00 | 0.00 |
| Public-Others | 16 | 3384810 | 1103 | 0.03 | 1103 | 0 | 100.00 | 0.00 |
| Total | 47 | 20624616 | 15066760 | 73.05 | 15066760 | 0 | 100.00 | 0.00 |

| HINDUJA GLOBAL SOLUTIONS LIMITED | | | | | | | | |
|----------------------------------|--------------------|------------------------|-------------------------|--|------------------------------|----------------------------|---|---|
| Clause 35B (e-Voting) | | | | | | | | |
| Resolution 3 | | | | | | | | |
| Promoter/Public | Total Ballot Forms | 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 | 19 | 14029452 | 14028497 | 99.99 | 14028497 | 0 | 100.00 | 0.00 |
| Public – Institutional holders | 12 | 3210354 | 1037160 | 32.31 | 0 | 1037160 | 0.00 | 100.00 |
| Public-Others | 17 | 3384810 | 1128 | 0.03 | 916 | 212 | 81.21 | 18.79 |
| Total | 48 | 20624616 | 15066785 | 73.05 | 14029413 | 1037372 | 93.11 | 6.89 |

| HINDUJA GLOBAL SOLUTIONS LIMITED | | | | | | | | |
|----------------------------------|--------------------|------------------------|-------------------------|--|------------------------------|----------------------------|---|---|
| Clause 35B (e-Voting) | | | | | | | | |
| Resolution 4 | | | | | | | | |
| Promoter/Public | Total Ballot Forms | 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 | 19 | 14029452 | 14028497 | 99.99 | 14028497 | 0 | 100.00 | 0.00 |
| Public – Institutional holders | 12 | 3210354 | 1037160 | 32.31 | 1037160 | 0 | 100.00 | 0.00 |
| Public-Others | 17 | 3384810 | 1128 | 0.03 | 1103 | 25 | 97.78 | 2.22 |
| Total | 48 | 20624616 | 15066785 | 73.05 | 15066760 | 25 | 100.00 | 0.00 |

| HINDUJA GLOBAL SOLUTIONS LIMITED | | | | | | | | |
|----------------------------------|--------------------|------------------------|-------------------------|--|------------------------------|----------------------------|---|---|
| Clause 35B (e-Voting) | | | | | | | | |
| Resolution 5 | | | | | | | | |
| Promoter/Public | Total Ballot Forms | 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 | 19 | 14029452 | 14028497 | 99.99 | 14028497 | 0 | 100.00 | 0.00 |
| Public – Institutional holders | 12 | 3210354 | 1037160 | 32.31 | 1037160 | 0 | 100.00 | 0.00 |
| Public-Others | 17 | 3384810 | 1128 | 0.03 | 856 | 272 | 75.89 | 24.11 |
| Total | 48 | 20624616 | 15066785 | 73.05 | 15066513 | 272 | 100.00 | 0.00 |

| HINDUJA GLOBAL SOLUTIONS LIMITED | | | | | | | | |
|----------------------------------|--------------------|------------------------|-------------------------|--|------------------------------|----------------------------|---|---|
| Clause 35B (e-Voting) | | | | | | | | |
| Resolution 6 | | | | | | | | |
| Promoter/Public | Total Ballot Forms | 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 | 19 | 14029452 | 14028497 | 99.99 | 14028497 | 0 | 100.00 | 0.00 |
| Public – Institutional holders | 12 | 3210354 | 1037160 | 32.31 | 1037160 | 0 | 100.00 | 0.00 |
| Public-Others | 16 | 3384810 | 1103 | 0.03 | 983 | 120 | 89.12 | 10.88 |
| Total | 47 | 20624616 | 15066760 | 73.05 | 15066640 | 120 | 100.00 | 0.00 |



| HINDUJA GLOBAL SOLUTIONS LIMITED | | | | | | | | |
|----------------------------------|--------------------|------------------------|-------------------------|--|------------------------------|----------------------------|---|---|
| Clause 35B (e-Voting) | | | | | | | | |
| Resolution 7 | | | | | | | | |
| Promoter/Public | Total Ballot Forms | 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 | 19 | 14029452 | 14028497 | 99.99 | 14028497 | 0 | 100.00 | 0.00 |
| Public – Institutional holders | 12 | 3210354 | 1037160 | 32.31 | 1037160 | 0 | 100.00 | 0.00 |
| Public-Others | 17 | 3384810 | 1128 | 0.03 | 1053 | 75 | 93.35 | 6.65 |
| Total | 48 | 20624616 | 15066785 | 73.05 | 15066710 | 75 | 100.00 | 0.00 |

| HINDUJA GLOBAL SOLUTIONS LIMITED | | | | | | | | |
|----------------------------------|--------------------|------------------------|-------------------------|--|------------------------------|----------------------------|---|---|
| Clause 35B (e-Voting) | | | | | | | | |
| Resolution 8 | | | | | | | | |
| Promoter/Public | Total Ballot Forms | 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 | 19 | 14029452 | 14028497 | 99.99 | 14028497 | 0 | 100.00 | 0.00 |
| Public – Institutional holders | 12 | 3210354 | 1037160 | 32.31 | 0 | 1037160 | 0.00 | 100.00 |
| Public-Others | 17 | 3384810 | 1128 | 0.03 | 983 | 145 | 87.15 | 12.85 |
| Total | 48 | 20624616 | 15066785 | 73.05 | 14029480 | 1037305 | 93.12 | 6.88 |

| HINDUJA GLOBAL SOLUTIONS LIMITED | | | | | | | | |
|----------------------------------|--------------------|------------------------|-------------------------|--|------------------------------|----------------------------|---|---|
| Clause 35B (e-Voting) | | | | | | | | |
| Resolution 9 | | | | | | | | |
| Promoter/Public | Total Ballot Forms | 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 | 19 | 14029452 | 14028497 | 99.99 | 14028497 | 0 | 100.00 | 0.00 |
| Public – Institutional holders | 12 | 3210354 | 1037160 | 32.31 | 1037160 | 0 | 100.00 | 0.00 |
| Public-Others | 17 | 3384810 | 1128 | 0.03 | 906 | 222 | 80.32 | 19.68 |
| Total | 48 | 20624616 | 15066785 | 73.05 | 15066563 | 222 | 100.00 | 0.00 |

