

Tanla Solutions Limited

CIN: L72200TG1995PLC021262

Regd. Office: Tanla Technology Centre, Hi-Tech City Road, Hyderabad – 500 081.

Phone: + 91-40-40099999, Fax: +91-40-23122999

E-mail: investorhelp@tanla.com Website: www.tanla.com

FORM NO. MGT- 11

PROXY FORM

[Pursuant to the provisions of Section 105(6) of the Companies Act, 2013 and Rule 19(3) of the Companies (Management and Administration) Rules, 2014]

Name of the Member(s): No. of Shares:

Folio No./Client ID: DP ID:

I / We being the holder of Shares of Tanla Solutions Limited, hereby appoint:

- 1) Mr./Ms..... having email id or failing him
- 2) Mr./Ms..... having email id or failing him
- 3) Mr./Ms.....having email id and

whose signature(s) are appended below as my/our proxy to attend and vote (on a poll/e-voting) either for or against each resolution for me/us and on my/our behalf at the 22nd Annual General Meeting of the Company to be held on Friday, September 28, 2018 at 11.30 A.M. and at Novotel Hyderabad Convention Centre, Novotel & HICC Complex, Near Hitec City, Madhapur, Hyderabad – 500081, any adjournment thereof in respect of such resolutions as are indicated below:

S.No	Subject Matter of the Resolution	For	Against
1	Adoption of Annual Accounts and Reports thereon for the year ended 31st March 2018.		
2	To declare final dividend of 30% on the equity shares for the financial year 2017-18		
3	Re-appointment of Mr. D. Uday Kumar Reddy (DIN: 00003382) who retires by rotation.		
4	Reappointment of M/s. M.N. Rao & Associates, Chartered Accountants as the Statutory Auditors.		
5	Approval of remuneration payable to Mr. D. Uday Kumar Reddy, Chairman & Managing Director.		
6	Re-appointment of Dr. A.G.Ravindranath Reddy (DIN: 01729114) as Independent Director.		
7	Re-appointment of Ms. N Kalpana Reddy (DIN: 07328517) as Independent Director.		

Signed thisday of2018.

Signatures of the member(s)

Signature of first proxy holder

Signature of second proxy holder

Signature of third proxy holder

Notes:

- a. Proxy need not be a member of the Company.
- b. The Proxy Form in order to be effective shall be duly filled in and signed by the member(s) across revenue Stamp and should reach the Company's Registered Office: Tanla Solutions Limited, Tanla Technology Centre, Hitech City Road, Madhapur, Hyderabad – 500081 at least 48 hours before the commencement of the annual general meeting (i.e. on Wednesday, 26 September 2018 before 11.30 am).
- c. Corporate members intending to send their authorized representative(s) to attend the meeting are requested to send a certified copy of the Board resolution authorizing their representative(s) to attend and vote on their behalf at the meeting.
- d. It is optional to indicate your preference. If you leave the for, against or abstain column blank against any or all resolutions, your proxy will be entitled to vote in the manner as he/she may think appropriate.

Affix a
₹ 1/-
Revenue
Stamp

In terms of the requirements of the Secretarial Standards on general meetings (SS-2) issued by the Institute of Company Secretaries of India, route map for the location of the venue of the 22nd annual general meeting is as under:

