

**TANLA SOLUTIONS LIMITED**  
**CIN : L72200AP1995PLC021262**

Registered Office : Tanla Technology Centre, Hi-Tech City Road, Madhapur, Hyderabad - 500081  
Phone: + 91-40-40099999, Fax: +91-40-23122999  
Website: www.tanla.com E-mail: investorhelp@tanla.com

**Form . No MGT-11**  
**Proxy Form**

(Pursuant to 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 \_\_\_\_\_ and whose  
signature(s) are appended below as my/our proxy to attend and vote (on a poll) for me/us and on my/our behalf at the **19<sup>th</sup> Annual General Meeting**  
of the Company to be held on Wednesday, September 16, 2015 at 10.30 a.m. at Novotel Hyderabad Convention Centre, Novotel & HICC Complex, Near  
HITEC City, Madhapur, Hyderabad – 500081 and at any adjournment thereof in respect of such resolutions as are indicated below:

S. No.	Subject Matter of the Resolution	No. of Shares held by me	For	Against
1	Adoption of Annual Accounts and Reports thereon for the year ended 31st March 2015.			
2	Re-appointment of Mr. D. Uday Kumar Reddy who retires by rotation.			
3	Ratification of appointment of M/s Ramasamy Koteswara Rao & Co., Chartered Accountants as the Statutory Auditors.			
4	Extending the term of Mr. D. Uday Kumar Reddy, Chairman & Managing Director.			
5	Extending the term of Mr. Gautam Sabharwal, Director – Global Business Development.			
6	Adopt the 'Tanla Solutions Limited Employee Stock Options Plan 2015-16' and authorise the Board to grant Employee Stock Options / Options (ESOPs).			
7	Adopt the 'Tanla Solutions Limited Employee Stock Options Plan 2015-16' and authorise the Board to grant Employee Stock Options / Options (ESOPs), to employees of the subsidiaries or associate companies of the Company.			

Signed this \_\_\_\_\_ day of September, 2015

Signature of first proxy holder : \_\_\_\_\_ Signature of second proxy holder : \_\_\_\_\_

**Notes:**

1. This form of Proxy in order to be effective should be duly completed and deposited at the Registered office of the Company, not less than 48 hours before the commencement of the meeting.

2. A Proxy need not be a member of the Company.

Affix ₹1  
Revenue  
Stamp

Signature of shareholder  
Across Revenue Stamp

