

July 25, 2014

The Secretary
The Bombay Stock Exchange Ltd
Jeejeebhoy Towers
B S
Marg,
Mumbai



The Secretary
National Stock Exchange of India Ltd
"Exchange Plaza"
Bandra- Kurla
Complex, Bandra (E)
Mumbai -400051

The Secretary
The Madras Stock Exchange,
2nd Line Beach
Chennai - 600001

Dear Sir,

Sub: Outcome of board meeting held today

This is to inform you that the Board of Directors of the Company at its meeting held today approved the following however subject to approval of members of the company through postal ballot. Mr G. Ramchandran, Practising Company Secretary has been appointed as the Scrutinizer for the postal ballot exercise.

1. Increase the Authorised Share Capital of the Company from the existing Rs. 50,00,00,000/- (Rupees fifty crore only) divided into 4,00,00,000 (four crore) Equity Shares of Rs. 10/- (Rupees ten only) each and 1,00,00,000 (one crore) Redeemable Preference Shares of Rs. 10/- (Rupees ten only) each to Rs. 60,00,00,000/- (Rupees sixty crore only) divided into 5,00,00,000 (five crore) Equity Shares of Rs. 10/- (Rupees ten only) each and 1,00,00,000 (one crore) Redeemable Preference Shares of Rs. 10/- (Rupees ten only) each, by creation of additional 1,00,00,000 (one crore) equity shares of rs 10 each (Rupees ten) each and alter clause V of the Memorandum of Association accordingly.
2. Alter Article 16(f) of the Articles of Association of the Company consequent to the increase of the authorised share capital of the Company to Rs. 60,00,00,000/- (Rupees sixty crore only) divided into 5,00,00,000 (five crore) Equity Shares of Rs. 10/- (Rupees ten only) each and 1,00,00,000 (one crore) Redeemable Preference Shares of Rs. 10/- (Rupees ten only) as stated in sl no 1 above.
3. Create, issue, offer and allot equity shares/fully convertible debentures/partly convertible debentures/non convertible debentures with warrants/any other securities (other than warrants) which are convertible into or exchangeable with equity shares on such date as may be determined by the Board but not later than 60 months from the date of allotment (collectively referred to as "QIP Securities") to the Qualified Institutional Buyers ("QIBs") as per SEBI (Issue of Capital and Disclosure Requirements) Regulations, 2009 upto a sum not exceeding Rs 300 crore.
4. Raise long term funds in one or more tranches Foreign Currency Convertible Bonds (FCCBs), and/or Global Depository Receipts (GDRs), and/or American Depository Receipts (ADRs), or other convertible securities etc in aggregate upto an amount not exceeding Rs 300 crore or equivalent amount in any foreign currency as the case may be.



5. Borrow and raise moneys from time to time upto a sum not exceeding Rs 1000 crore (Rupees one thousand crore) under Section 180 (1) (c) of The Companies Act 2013.
6. Mortgage and /or create charge, in addition to the mortgages/charges created/to be created by the company on the company's assets/properties upto the limits approved under Section 180 (1) (c) of The Companies Act 2013 as stated in sl no 5 above.
7. Accept deposits both secured as well as unsecured or a combination thereof from public and shareholders not exceeding the limits specified from time to time in this behalf under Section 76 of The Companies Act 2013 and also mortgage/charge all or any of the immovable and movable assets of the Company both present and future to secure an amount not less than the amount of secured deposits accepted from time to time.

Kindly take the above on your records.

Thanking You

Yours Faithfully

For Helios and Matheson Information Technology Limited

A handwritten signature in black ink, appearing to read 'G.K. Muralikrishna'.

**G.K.Muralikrishna
Managing Director**