

Date: 01.10.2024

To,
Department of Corporate Services,
BSE Limited
Phirozee Jeejeeboy Towers, Dalal Street, Fort
Mumbai – 400001

Dear Sir/Madam,

Ref: Scrip Code: BSE - 530565; ISIN: INE149B01015

Subject: Submission of Scrutinizer's Report and Voting Results of 30th Annual General Meeting (AGM) of the Company

Pursuant to the provisions of Regulation 44 of the SEBI (Listing Obligations and Disclosure Requirements) Regulations, 2015 and Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014, we hereby enclose the Scrutinizer's Report and Voting results of the 30th Annual General Meeting (AGM) of the members of the Company held on Saturday, 28th September, 2024 at 11:30 A.M (IST) through Video Conference (VC) in accordance with the relevant circulars issued by the Ministry of Corporate Affairs, Government of India and the Securities and Exchange Board of India.

In terms of the provisions of the Companies Act, 2013 and the rules made thereunder and provisions of the Listing Regulations, the Company had provided e-voting facility to its shareholders through the e-voting platform provided by Central Depository Services (India) Limited ("CDSL").

Mrs. Lakshmi Subramanian, Practicing Company Secretary and Senior Partner of M/s. Lakshmmi Subramanian & Associates was appointed as the Scrutinizer to scrutinize the e-voting process of the 30th AGM. The Scrutinizer's Report dated September 30, 2024 is attached. As per the Scrutinizer's Report, all the resolutions set out in the AGM Notice were passed with requisite majority.

This is for your information and records.

Thanking You.



CIN : L17120TN1994PLC029226
GST: 33AAACS9087L1ZV

Yours Faithfully,

For Popees Cares Limited

Shaju Thomas

Managing Director

DIN: 06412983

POPEES CARES LIMITED

(Formerly Known as Archana Software Limited)

www.popeescares.com

E-mail: info@popeescares.com / Phone : +91 4953101009

Reg Office: Land Marvel Nest, First Floor, 3 First Main Road, Indira Nagar, Adyar, Chennai, Tamil Nadu, India – 600 020

Corporate office: Nahala Building, Near Emax Theatre, Velliparamba, Calicut Medical College, Kozhikode, Kerala – 673 008

SCRUTINIZER'S REPORT

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

Date: 30th September 2024

To,
The Members,
Popees Cares Limited,
Land Marvel Nest, 1st Floor, No.3, First Main Road
Indira Nagar, Adyar
Chennai – 600020.

Sub: Scrutinizer's Report on remote e-voting and e-voting at the Annual General Meeting (AGM) conducted pursuant to the provisions of Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 for the 30th AGM of M/s. Popees Cares Limited held on Saturday, September 28, 2024 at 11:30 Hours (IST) through Video Conferencing ('VC')/Other Audio Visual Means ('OAVM')

I, **Lakshmi Subramanian**, Practicing Company Secretary and Senior Partner of M/s. Lakshmmi Subramanian & Associates, Practicing Company Secretaries, Chennai, have been appointed as the Scrutinizer, by the Board of Directors of **M/s. Popees Cares Limited** (the Company) (Formerly known as Archana Software Limited) at its meeting held on August 05, 2024, to scrutinize remote e-voting process pursuant to Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 and e-voting done by the shareholders at the 30th Annual General Meeting ("AGM") of the Company held on **Saturday, September 28, 2024, at 11:30 A.M. (IST)** through Video Conferencing ("VC") /Other Audio-Visual Means ("OAVM") for passing of the items of Ordinary business and Special business as Ordinary resolution(s) by the members of the Company.

The AGM was held through VC/OAVM pursuant to the General Circular No. 09/2023 dated September 25, 2023 read with General Circular No.10/2022 dated December 28, 2022 General Circular No. 02/2022 dated May 05, 2022, General Circular No. 19/2021 dated December 08, 2021, General Circular No. 21/2021 dated December 14, 2021, General Circular No. 02/2021 dated January 13, 2021, General Circular No. 20/2020 dated May 05, 2020, General Circular No.14/2020 dated April 08, 2020 read with General Circular No.17/2020 dated April 13, 2020 issued by the Ministry of Corporate Affairs (hereinafter collectively referred to as the "MCA Circulars") and the Securities and Exchange Board of India ("SEBI") vide Circular No. SEBI/HO/CFD/CFD-PoD-2/P/CIR/2023/167 dated October 07, 2023 read with SEBI/HO/CFD/PoD2/P/ CIR/2023/4 dated January 05, 2023 read with Circular No. SEBI/HO/CFD/CMD2/CIR/P/2022/62 dated May 13, 2022 read with SEBI/HO/CFD/CMD2/CIR/P/2021/11 dated January 15, 2021 and Circular No. SEBI/HO/CFD/CMD1/CIR/P/2020/79 dated May 12, 2020 (hereinafter collectively referred to as the "SEBI Circulars") have permitted the companies to hold their general meetings through Video Conferencing/Any Other Audio Visual Means ("VC/OAVM facility") without the physical presence of the members at a common venue.



"Murugesha Naicker Office Complex", 81, Greams Road, Chennai 600 006.

Ph: 28292272, 28292273 e-mail : lakshmmi6@gmail.com & customerservices@lsa-india.com

Hence, in compliance with the MCA Circulars and SEBI Circulars, the AGM of the Company was held through VC facility. The MCA Circulars and SEBI Circulars provide relaxation to companies to hold their general meetings through VC/OAVM including the manner of voting at the meetings.

The Company had availed the e-voting facility from Central Depository Services (India) Limited (CDSL) for the shareholders to cast their votes to the aforesaid resolutions through electronic mode. Section 108 of the Companies Act, 2013 read with Rule 20 of the Companies (Management and Administration) Rules, 2014 recognizes voting by electronic mode, which prescribed the appropriate mechanism for e-Voting.

The e-Voting process was accordingly conducted and concluded as below:

- The notice dated August 05, 2024, as confirmed by the Company was sent to the shareholders in respect of the below mentioned resolutions passed at the AGM of the Company through electronic mode to 3,524 shareholders on 06th September, 2024 whose e-mail addresses are registered with the RTA/Depositories, in compliance with General Circular No. 09/2023 dated September 25, 2023 issued by MCA (read with previous General Circulars as mentioned above issued by MCA).
- As prescribed in the applicable circulars and in Rule 20 of the Companies (Management and Administration) Rules, 2014, the Company issued an advertisement which was published in English in 'Business Standard' newspaper and in Tamil in 'Malai Murasu' newspaper on 10th September, 2024 & 09th September, 2024 respectively about the dispatch of AGM notice to the shareholders of the Company.
- In addition to sending notice of the AGM to the shareholders through electronic mode, the Company has also made available the full Annual Report on the website of the Company viz., www.popees.com besides notice of the AGM was made available on the website of CDSL and the stock exchange i.e. BSE Limited.
- All the members of the Company whose names appeared on the Register of Members/List of Beneficiaries as on the 'Cut-Off' date of Saturday, 21st September, 2024 were entitled to vote on the resolutions as set out in the AGM notice.
- The period for remote e-voting process commenced on Wednesday, 25th September 2024 at 09:00 A.M. (IST) and was open up to the close of working hours of Friday, 27th September, 2024 at 05:00 P.M. (IST) as mentioned in the notice convening AGM and the e-voting at the time of AGM commenced on 28th September 2024 from 11:40 A.M. to 11:55 A.M. (provided 15 minutes time for e-voting after the conclusion of the meeting at 11:40 A.M.)
- All electronic votes received up to the close of working hours at 17.00 Hours IST on Friday, 27th September, 2024 and received at the time of AGM were considered for my scrutiny.



- Details of the votes casted by the members through electronic voting system were downloaded and collected from the CDSL's e-voting system www.evotingindia.com as sent by the RTA on 28th September 2024.
- A register containing the details of assent or dissent received, mentioning the particulars of name, address, folio number/Client ID of the shareholders, the number of shares held by them, the nominal value of shares held etc., is maintained in electronic form.

Based on the data, reports and statements collected as mentioned above, the scrutiny was completed and we submit the report as under on the results of the e-voting in respect of said resolutions:

SUMMARY OF E-VOTING RESULTS:

ORDINARY BUSINESS:

1. To receive, consider and adopt the Audited financial statements of the Company for the financial year ended March 31, 2024 along with the Balance Sheet, Profit and Loss Account, Cash Flow Statements and report of the Board of Directors and Auditors thereon.

Nature of resolution: Ordinary Resolution

Voting requirement: Simple majority

| Particulars | Number of Members | Representing Number of Shares |
|---|-------------------|-------------------------------|
| Total number of members who participated in e-Voting process | 59 | 1367762 |
| Valid Votes: | 59 | 1367762 |
| Abstained Votes: | 0 | 0 |
| Out of the above: | | |
| Number of valid votes cast in favour of the Resolution (e- Voting) | 55 | 1367559 |
| Number of valid votes cast against the Resolution (E-Voting) | 4 | 203 |
| Percentage of the total votes received in favour of the resolution (under e-voting) | 99.99% | |

Result: The above resolution no.1 has been approved by the requisite majority.



2. To appoint a Director in place of Mrs. Linta Purayidathil Jose (DIN: 06413031) who retires by rotation and being eligible offers herself for re-appointment.

Nature of resolution: Ordinary Resolution

Voting requirement: Simple majority

| Particulars | Number of Members | Representing Number of Shares |
|---|-------------------|-------------------------------|
| Total number of members who participated in e-Voting process | 59 | 1367762 |
| Valid Votes: | 59 | 1367762 |
| Abstained Votes: | 0 | 0 |
| Out of the above: | | |
| Number of valid votes cast in favour of the Resolution (e- Voting) | 55 | 1367559 |
| Number of valid votes cast against the Resolution (e- Voting) | 4 | 203 |
| Percentage of the total votes received in favour of the resolution (under e-voting) | 99.99% | |

Result: The above resolution no.2 has been approved by the requisite majority.

SPECIAL BUSINESS:

3. Appointment of M/s. Mahesh C Solanki & Co., Chartered Accountants as the Statutory Auditors of the Company:

Nature of resolution: Ordinary Resolution

Voting requirement: Simple majority

| Particulars | Number of Members | Representing Number of Shares |
|---|-------------------|-------------------------------|
| Total number of members who participated in e-Voting process | 59 | 1367762 |
| Valid Votes: | 59 | 1367762 |
| Abstained Votes: | 0 | 0 |
| Out of the above: | | |
| Number of valid votes cast in favour of the Resolution (e- Voting) | 55 | 1367559 |
| Number of valid votes cast against the Resolution (e- Voting) | 4 | 203 |
| Percentage of the total votes received in favour of the resolution (under e-voting) | 99.99% | |

Result: The above resolution no.3 has been approved by the requisite majority.



Therefore we recommend that you may declare the results as above.

For Lakshmmi Subramanian & Associates



Lakshmmi Subramanian

Senior Partner

FCS No. 3534

C.P. No. 1087

UDIN: F003534F001385068

Peer Review Certificate No. 1670/2022

Date: 30.09.2024

Place: Chennai

| General information about company | |
|---|----------------------|
| Scrip code | 530565 |
| NSE Symbol | NOTLISTED |
| MSEI Symbol | ZZZ999Z99999 |
| ISIN | INE149B01015 |
| Name of the company | POPEES CARES LIMITED |
| Type of meeting | AGM |
| Date of the meeting / last day of receipt of postal ballot forms (in case of Postal Ballot) | 28-10-2024 |
| Start time of the meeting | 11:30 AM |
| End time of the meeting | 11:40 AM |

| Scrutinizer Details | |
|---|-----------------------------------|
| Name of the Scrutinizer | Lakshmi Subramanian |
| Firms Name | Lakshmmi Subramanian & Associates |
| Qualification | CS |
| Membership Number | 3534 |
| Date of Board Meeting in which appointed | 05-08-2024 |
| Date of Issuance of Report to the company | 30-09-2024 |

| Voting results | |
|--|------------|
| Record date | 21-09-2024 |
| Total number of shareholders on record date | 7011 |
| No. of shareholders present in the meeting either in person or through proxy | |
| a) Promoters and Promoter group | 0 |
| b) Public | 0 |
| No. of shareholders attended the meeting through video conferencing | |
| a) Promoters and Promoter group | 2 |
| b) Public | 61 |
| No. of resolution passed in the meeting | 3 |
| Disclosure of notes on voting results | |

| Resolution(1) | | | | | | | | |
|--|-------------------------------|--------------------|---------------------|--|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Resolution required: (Ordinary / Special) | | | | Ordinary | | | | |
| Whether promoter/promoter group are interested in the agenda/resolution? | | | | No | | | | |
| Description of resolution considered | | | | 1. To receive, consider and adopt the Audited financial statements of the Company for the financial year ended March 31, 2024 along with the Balance Sheet, Profit and Loss Account, Cash Flow Statements and report of the Board of Directors and Auditors thereon. | | | | |
| Category | Mode of voting | No. of shares held | No. of votes polled | % of Votes polled on outstanding shares | No. of votes – in favour | No. of votes – against | % of votes in favour on votes polled | % of Votes against on votes polled |
| | | (1) | (2) | (3)=[(2)/(1)]*100 | (4) | (5) | (6)=[(4)/(2)]*100 | (7)=[(5)/(2)]*100 |
| Promoter and Promoter Group | E-Voting | 1311901 | 1311901 | 100 | 1311901 | 0 | 100 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | | 1311901 | 1311901 | 100 | 1311901 | 0 | 100 |
| Public- Institutions | E-Voting | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | | 0 | 0 | 0 | 0 | 0 | 0 |
| Public- Non Institutions | E-Voting | 4754799 | 55861 | 1.1748 | 55658 | 203 | 99.6366 | 0.3634 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | | 4754799 | 55861 | 1.1748 | 55658 | 203 | 99.6366 |
| Total | | 6066700 | 1367762 | 22.5454 | 1367559 | 203 | 99.9852 | 0.0148 |
| Whether resolution is Pass or Not. | | | | | | | Yes | |
| Disclosure of notes on resolution | | | | | | | Textual Information(1) | |

| | |
|------------------------|--|
| Text Block | |
| Textual Information(1) | The above resolution no.1 has been approved by the requisite majority. |

| Resolution(2) | | | | | | | | |
|--|-------------------------------|--------------------|---------------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Resolution required: (Ordinary / Special) | | | | Ordinary | | | | |
| Whether promoter/promoter group are interested in the agenda/resolution? | | | | Yes | | | | |
| Description of resolution considered | | | | 2. To appoint a Director in place of Mrs. Linta Purayidathil Jose (DIN: 06413031) who retires by rotation and being eligible offers herself for re-appointment. | | | | |
| Category | Mode of voting | No. of shares held | No. of votes polled | % of Votes polled on outstanding shares | No. of votes – in favour | No. of votes – against | % of votes in favour on votes polled | % of Votes against on votes polled |
| | | (1) | (2) | (3)=[(2)/(1)]*100 | (4) | (5) | (6)=[(4)/(2)]*100 | (7)=[(5)/(2)]*100 |
| Promoter and Promoter Group | E-Voting | 1311901 | 1311901 | 100 | 1311901 | 0 | 100 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | | 1311901 | 1311901 | 100 | 1311901 | 0 | 100 |
| Public- Institutions | E-Voting | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | | 0 | 0 | 0 | 0 | 0 | 0 |
| Public- Non Institutions | E-Voting | 4754799 | 55861 | 1.1748 | 55658 | 203 | 99.6366 | 0.3634 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | | 4754799 | 55861 | 1.1748 | 55658 | 203 | 99.6366 |
| Total | | 6066700 | 1367762 | 22.5454 | 1367559 | 203 | 99.9852 | 0.0148 |
| Whether resolution is Pass or Not. | | | | | | | Yes | |
| Disclosure of notes on resolution | | | | | | | Textual Information(1) | |

| | |
|------------------------|--|
| Text Block | |
| Textual Information(1) | The above resolution no.2 has been approved by the requisite majority. |

| Resolution(3) | | | | | | | | |
|--|-------------------------------|--------------------|---------------------|---|--------------------------|------------------------|--------------------------------------|------------------------------------|
| Resolution required: (Ordinary / Special) | | | | Ordinary | | | | |
| Whether promoter/promoter group are interested in the agenda/resolution? | | | | No | | | | |
| Description of resolution considered | | | | 3. Appointment of M/s. Mahesh C Solanki & Co., Chartered Accountants as the Statutory Auditors of the Company | | | | |
| Category | Mode of voting | No. of shares held | No. of votes polled | % of Votes polled on outstanding shares | No. of votes – in favour | No. of votes – against | % of votes in favour on votes polled | % of Votes against on votes polled |
| | | (1) | (2) | (3)=[(2)/(1)]*100 | (4) | (5) | (6)=[(4)/(2)]*100 | (7)=[(5)/(2)]*100 |
| Promoter and Promoter Group | E-Voting | 1311901 | 1311901 | 100 | 1311901 | 0 | 100 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | 1311901 | 1311901 | 100 | 1311901 | 0 | 100 | 0 |
| Public- Institutions | E-Voting | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | 0 | 0 | 0 | 0 | 0 | 0 | 0 |
| Public- Non Institutions | E-Voting | 4754799 | 55861 | 1.1748 | 55658 | 203 | 99.6366 | 0.3634 |
| | Poll | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Postal Ballot (if applicable) | | 0 | 0 | 0 | 0 | 0 | 0 |
| | Total | 4754799 | 55861 | 1.1748 | 55658 | 203 | 99.6366 | 0.3634 |
| Total | | 6066700 | 1367762 | 22.5454 | 1367559 | 203 | 99.9852 | 0.0148 |
| Whether resolution is Pass or Not. | | | | | | | Yes | |
| Disclosure of notes on resolution | | | | | | | Textual Information(1) | |

| | |
|------------------------|--|
| Text Block | |
| Textual Information(1) | The above resolution no.3 has been approved by the requisite majority. |